

**MARVEL**

# *the* AMAZING SPIDER-MAN<sup>®</sup>



**ORIGIN OF THE HOBGOBLIN**



# the AMAZING SPIDER-MAN

## ORIGIN OF THE HOBGOBLIN



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# the AMAZING SPIDER-MAN

## ORIGIN OF THE HOBGOBLIN

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## PREVIOUSLY...

Several have worn the fearsome mask of the Hobgoblin, but the first was high-society fashion mogul Roderick Kingsley, whom Spider-Man encountered months before Kingsley became entwined in the legacy of the Green Goblin. Reeling from a rejected marriage proposal to Mary Jane Watson, the old “Parker Luck” stayed true to form as Peter found himself just one credit shy of college graduation. Followed by a whirlwind romance with the impetuous and criminally inclined Black Cat, the orchestrated “death” of his Aunt May, and a final battle with the burglar that killed his Uncle Ben, Spider-Man’s life remained continuously full of danger and excitement.

Battles continued with the likes of the Masked Marauder, the Kingpin, the twisted Miles Warren clone Carrion, the Man-Wolf, and vengeful scientist Spencer Smythe. Peter also found himself fired from the *Daily Bugle* and turned into a savage Spider-Lizard, but finally managed to wrangle his life under control to begin his graduate studies at Empire State University — just as his best friend (and former Green Goblin) Harry Osborn was settling down, married to Peter’s high school friend Liz Allan.

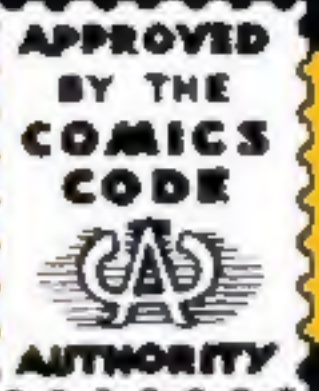
However, this lull was the calm before the storm, as just around the corner was Roderick Kingsley ... a man who, at first glance, seemed so insignificant, but would soon become one of Spider-Man’s deadliest enemies!



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# PETER PARKER, THE SPECTACULAR SPIDER-MAN®

HER NAME IS  
BELLADONNA--  
AND SPIDER-MAN  
CAN'T EVEN  
**GUESS**  
WHAT KIND OF  
TROUBLE SHE  
IS!



BY ARNE RUBINSTEIN



Stan Lee PRESENTS: **THE SPECTACULAR SPIDER-MAN!**

ROGER STERN  
Writer

MIKE ZECK  
Penciler

STEVE MITCHELL  
Inker

JOHN COSTANZA  
Letterer

BOB SHAREN  
Colorist

DENNIS O'NEIL  
Editor

JIM SHOOTER  
Editor-in-chief

WHEN YOU'RE A GRAD STUDENT WORKING YOUR WAY THROUGH COLLEGE, YOU HAVE TO GRAB LAB TIME WHEN AND WHERE YOU CAN FIND IT.

SUCH IS THE CASE WITH STEVE HOPKINS AND PETER PARKER, WHO ARE SPENDING THIS PARTICULAR EVENING IN THE LABORATORIES OF MANHATTAN'S EMPIRE STATE UNIVERSITY--

-- WORKING ON AN EXPERIMENT WHICH IS DUE FOR A MOST UNEXPECTED INTERRUPTION!

WHOA! MY SPIDER-SENSE JUST WENT OFF LIKE A GEIGER COUNTER AT LOS ALAMOS! THAT MEANS SOME KIND OF DANGER IS NEAR--BUT WHAT COULD POSSIBLY THREATEN ME...

...HERE?

LAB 104A

WHAM

FREEZE!  
NOBODY MOVES,  
NOBODY GETS HURT!

PRETTY POISON





THAT'S IT... TURN AROUND NICE AND SLOW. NOW ALL WE WANT ARE CHEMICALS YOU'VE GOT STORED HERE. IF YOU DON'T GIVE US ANY TROUBLE, THEN EVERYONE STAYS HEALTHY... *CAPEESH?*

HEY, WHATEVER YOU SAY, MAN.

THIS BROAD WE SURPRISED OUTSIDE CLAIMS TO BE THE DEPARTMENT HEAD'S SECRETARY. THAT MEANS YOU'VE GOT KEYS TO THE STOCK ROOM--RIGHT, LADY?

Y-YES. I'LL OPEN IT. J-JUST DON'T SHOOT!

THESE GOONS HAVE US OVER A BARREL, ALL RIGHT...

...I DON'T DARE TRY TO STOP THEM HERE. ALL SECRET IDENTITY CONSIDERATIONS ASIDE, STEVE AND DEBRA COULD BE SERIOUSLY HURT IF I MAKE ANY HASTY MOVES.

STILL, THERE SHOULD BE SOME WAY OF STOPPING THEM. I WONDER WHAT THEIR REACTION WOULD BE TO A CERTAIN RETORT OF CHEMICALS GETTING TOO HOT?

THAT'S IT, KEEP THOSE HANDS OUT WHERE I CAN SEE 'EM!

OOOH, THESE STUBBORN KEYS... THERE!

SUPPLY ROOM

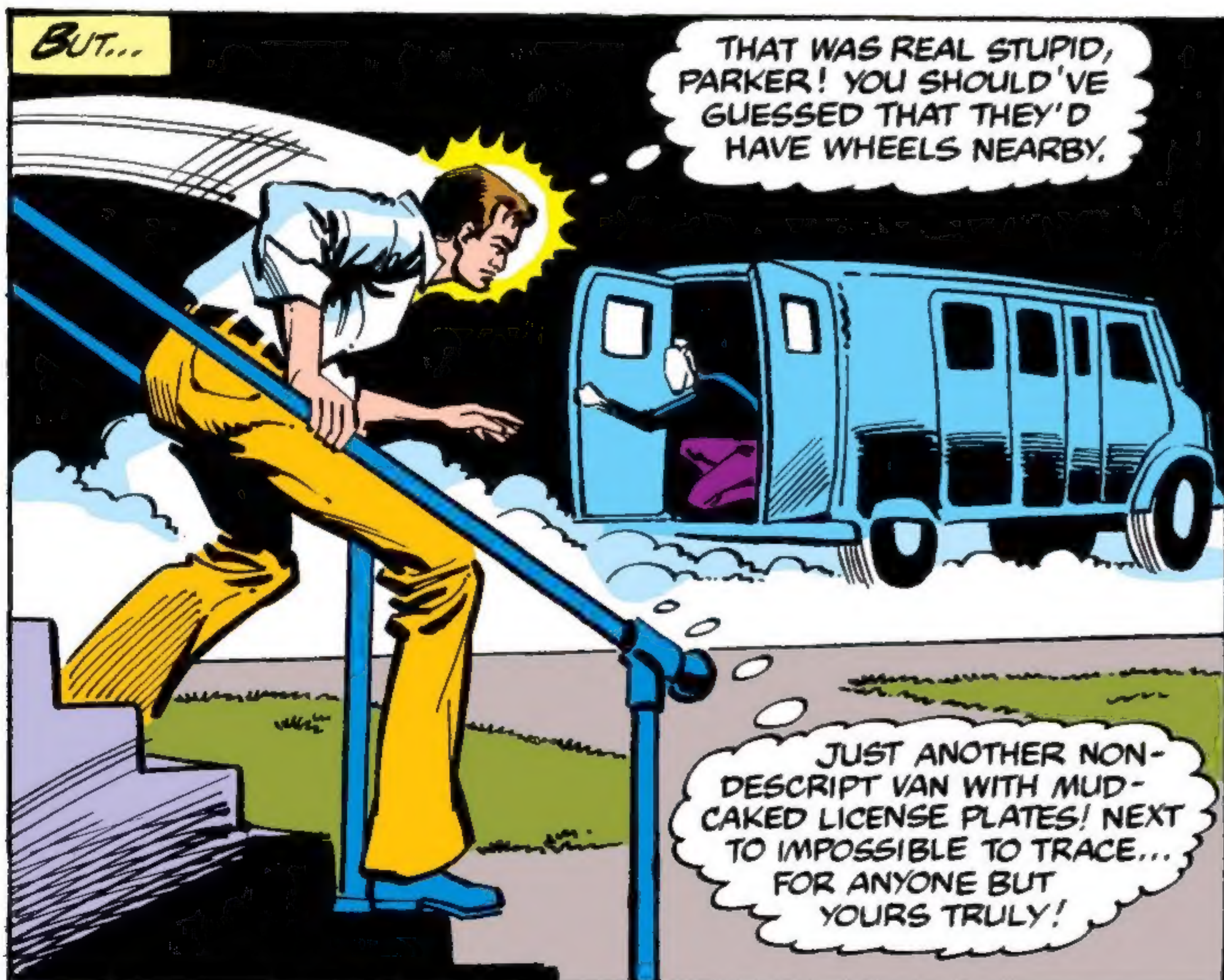
KLIK

BUMP

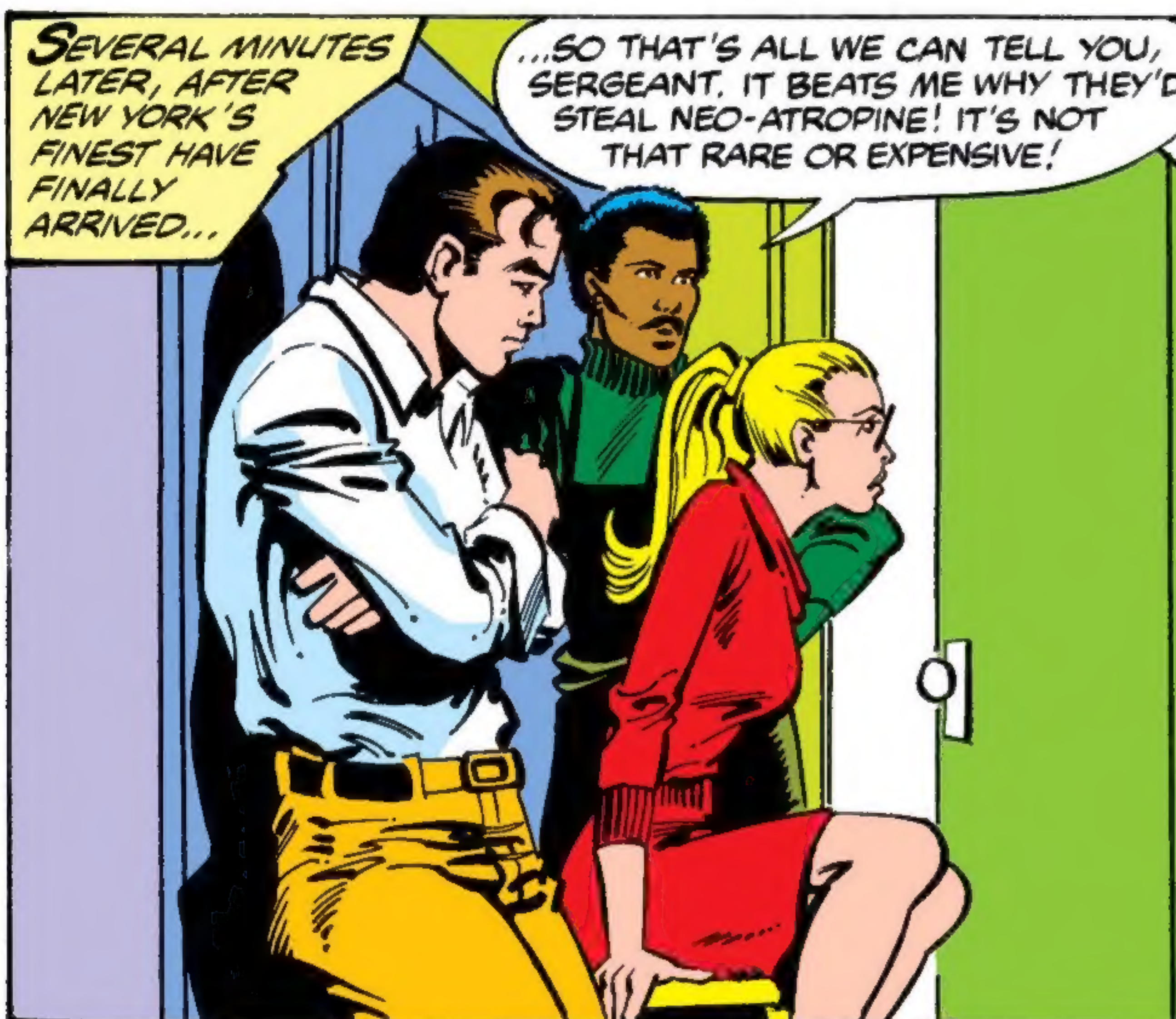














**TAKING TO THE ROOFTOPS, THE AMAZING MASKED ADVENTURER BEGINS CRISS-CROSSING THE MANHATTAN SKYLINE AS ONLY HE CAN!**

THOSE GOONS WILL DITCH THAT VAN LONG BEFORE THE COPS CAN TRACK IT DOWN.

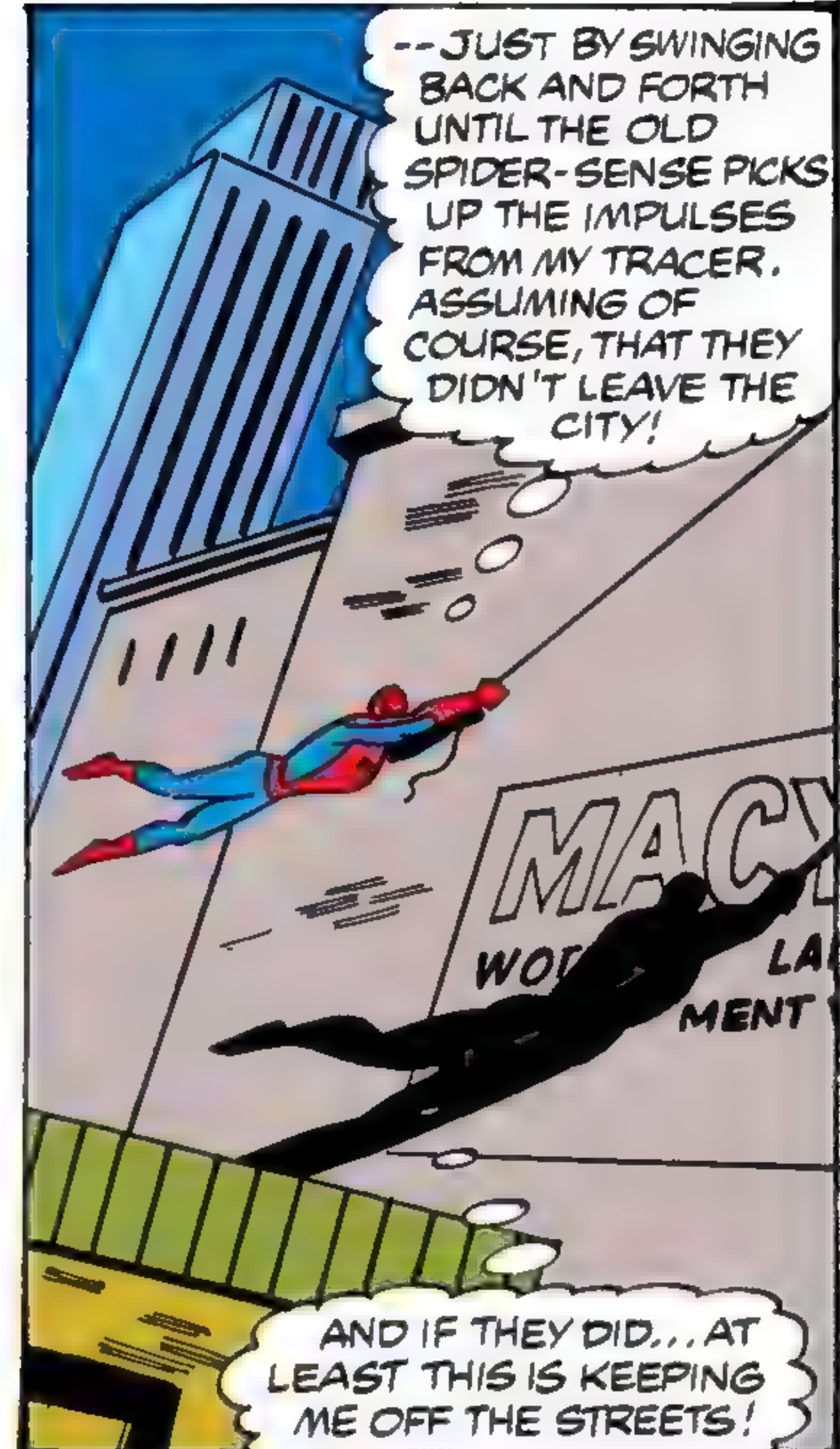


BUT IT DOESN'T MATTER TO ME WHAT THEY'RE DRIVING! THEY CAN WALK FOR ALL I CARE, AND I'LL STILL FIND THEM --



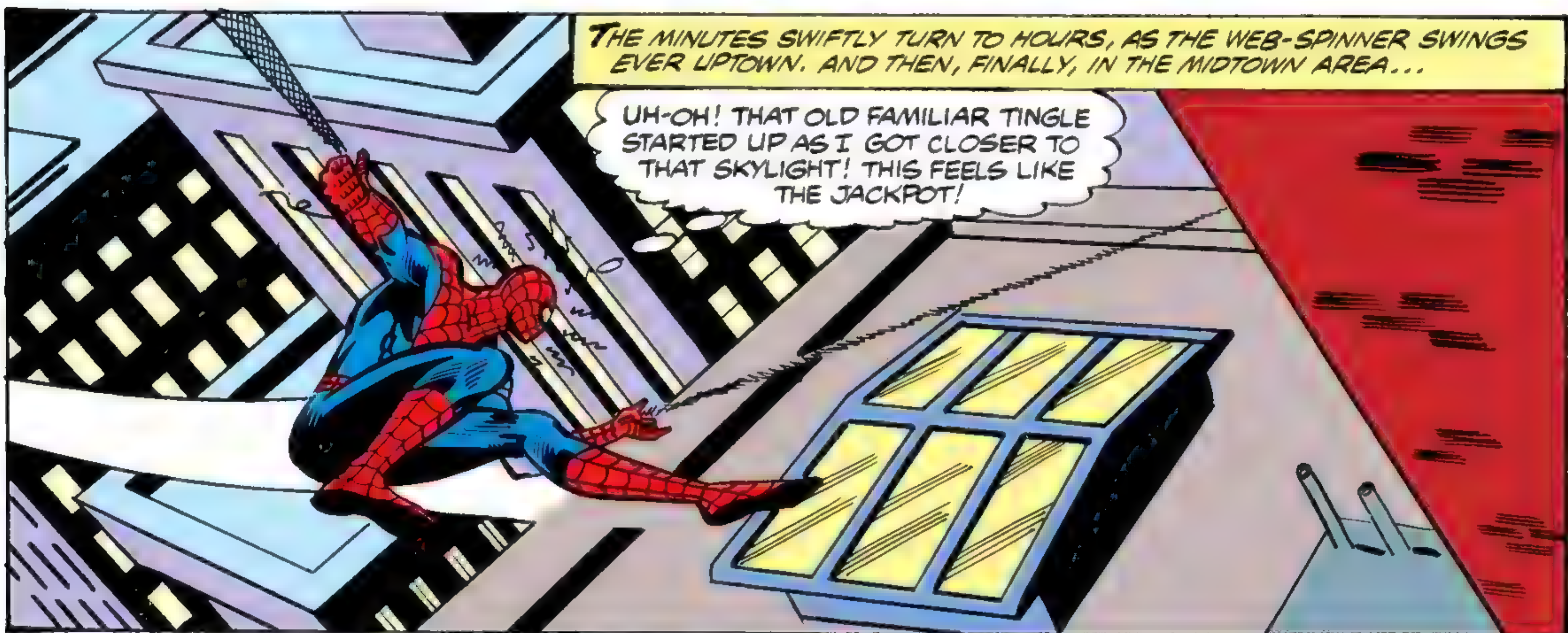
-- JUST BY SWINGING BACK AND FORTH UNTIL THE OLD SPIDER-SENSE PICKS UP THE IMPULSES FROM MY TRACER, ASSUMING OF COURSE, THAT THEY DIDN'T LEAVE THE CITY!

AND IF THEY DID... AT LEAST THIS IS KEEPING ME OFF THE STREETS!

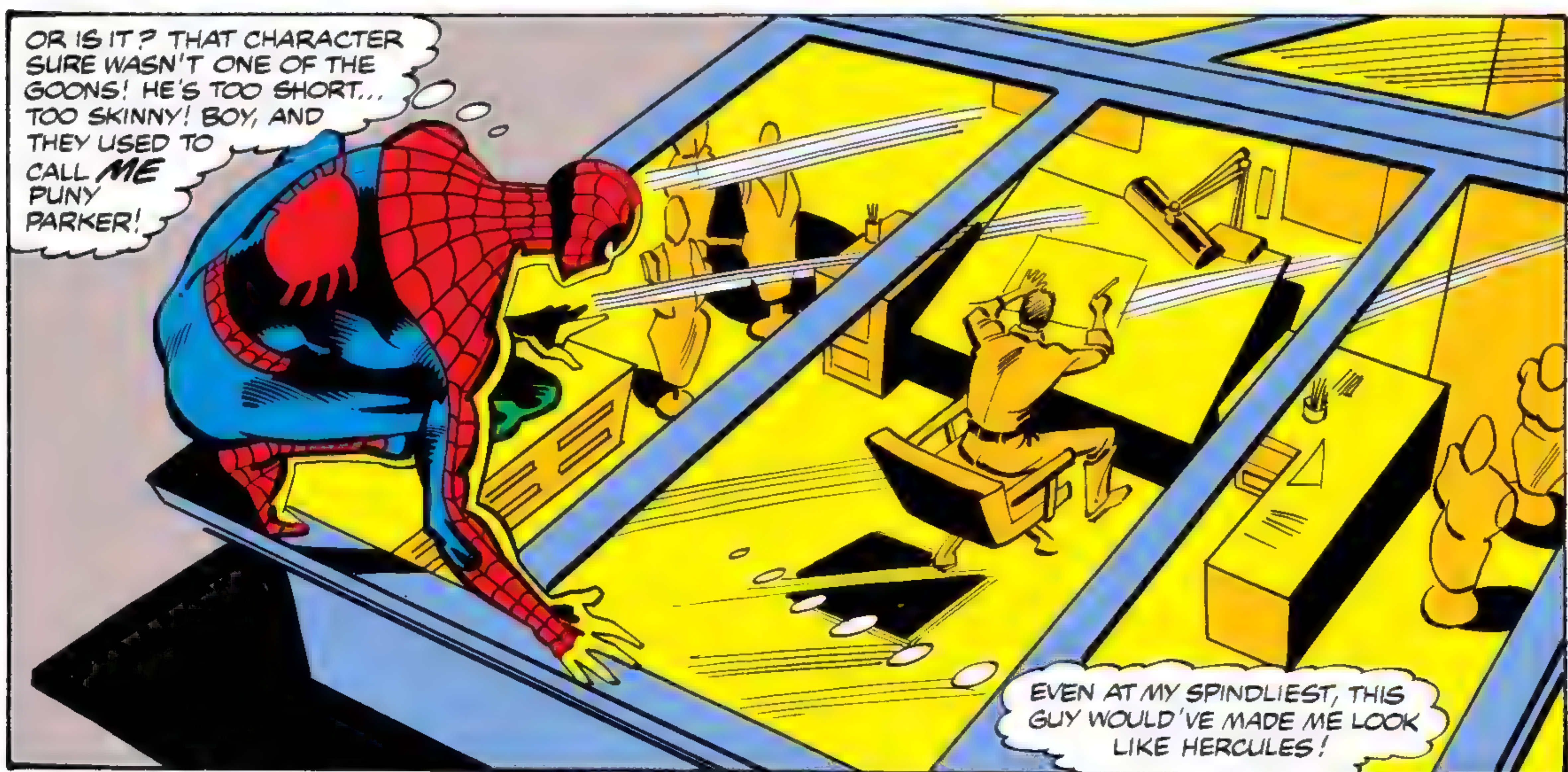


THE MINUTES SWIFTLY TURN TO HOURS, AS THE WEB-SPINNER SWINGS EVER UPTOWN. AND THEN, FINALLY, IN THE MIDTOWN AREA...

UH-OH! THAT OLD FAMILIAR TINGLE STARTED UP AS I GOT CLOSER TO THAT SKYLIGHT! THIS FEELS LIKE THE JACKPOT!

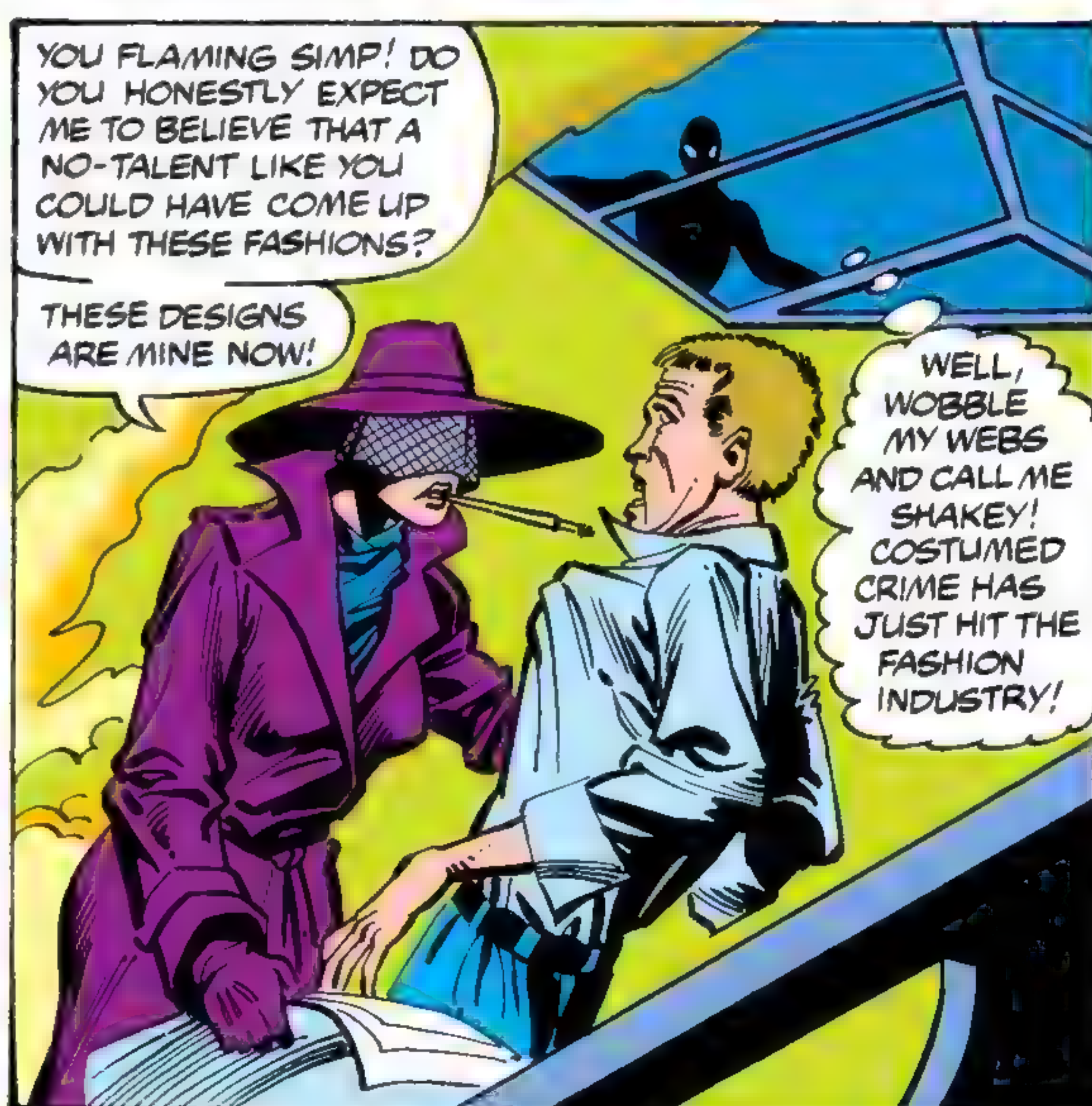
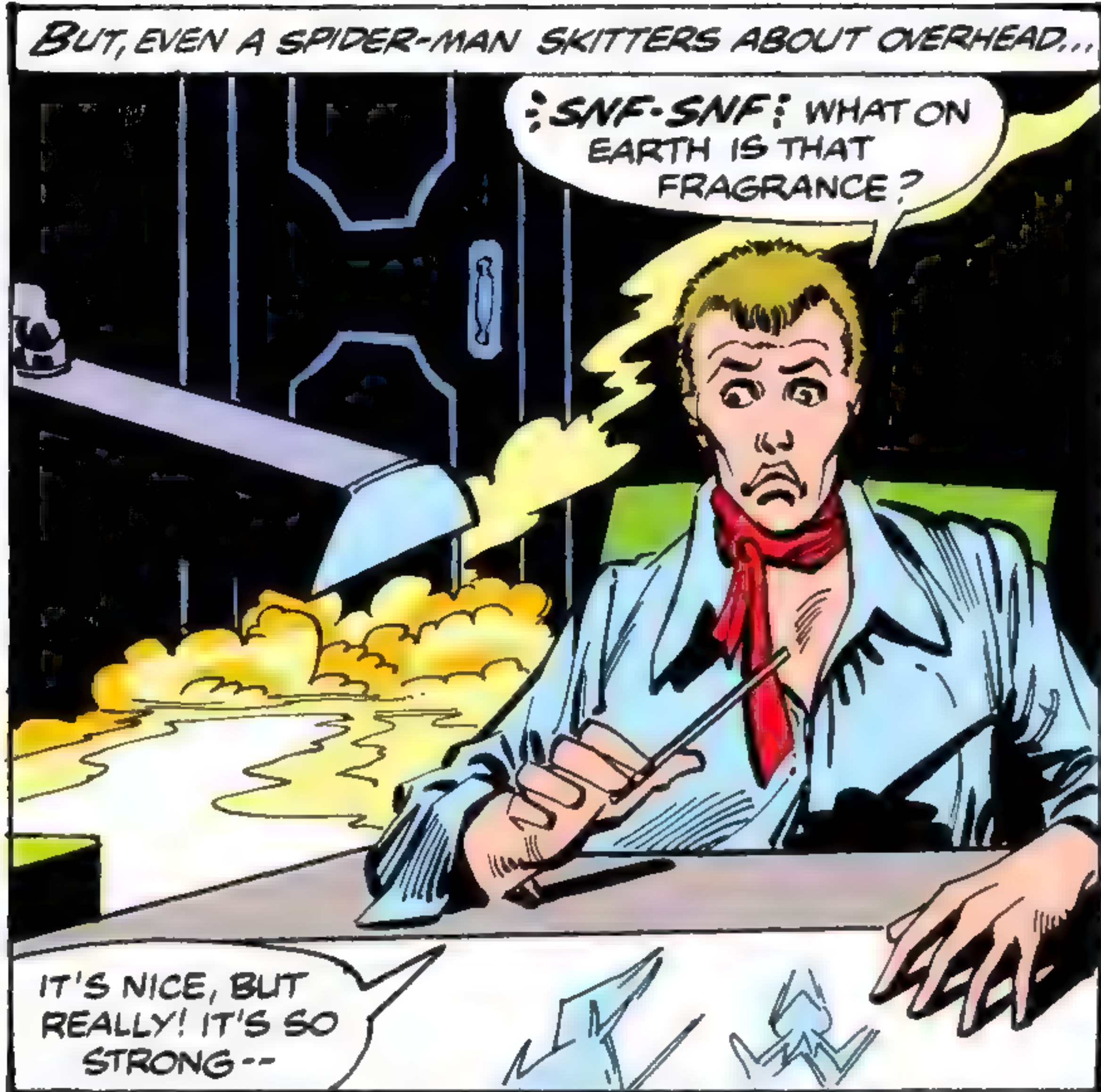


OR IS IT? THAT CHARACTER SURE WASN'T ONE OF THE GOONS! HE'S TOO SHORT... TOO SKINNY! BOY, AND THEY USED TO CALL **ME** PUNY PARKER!

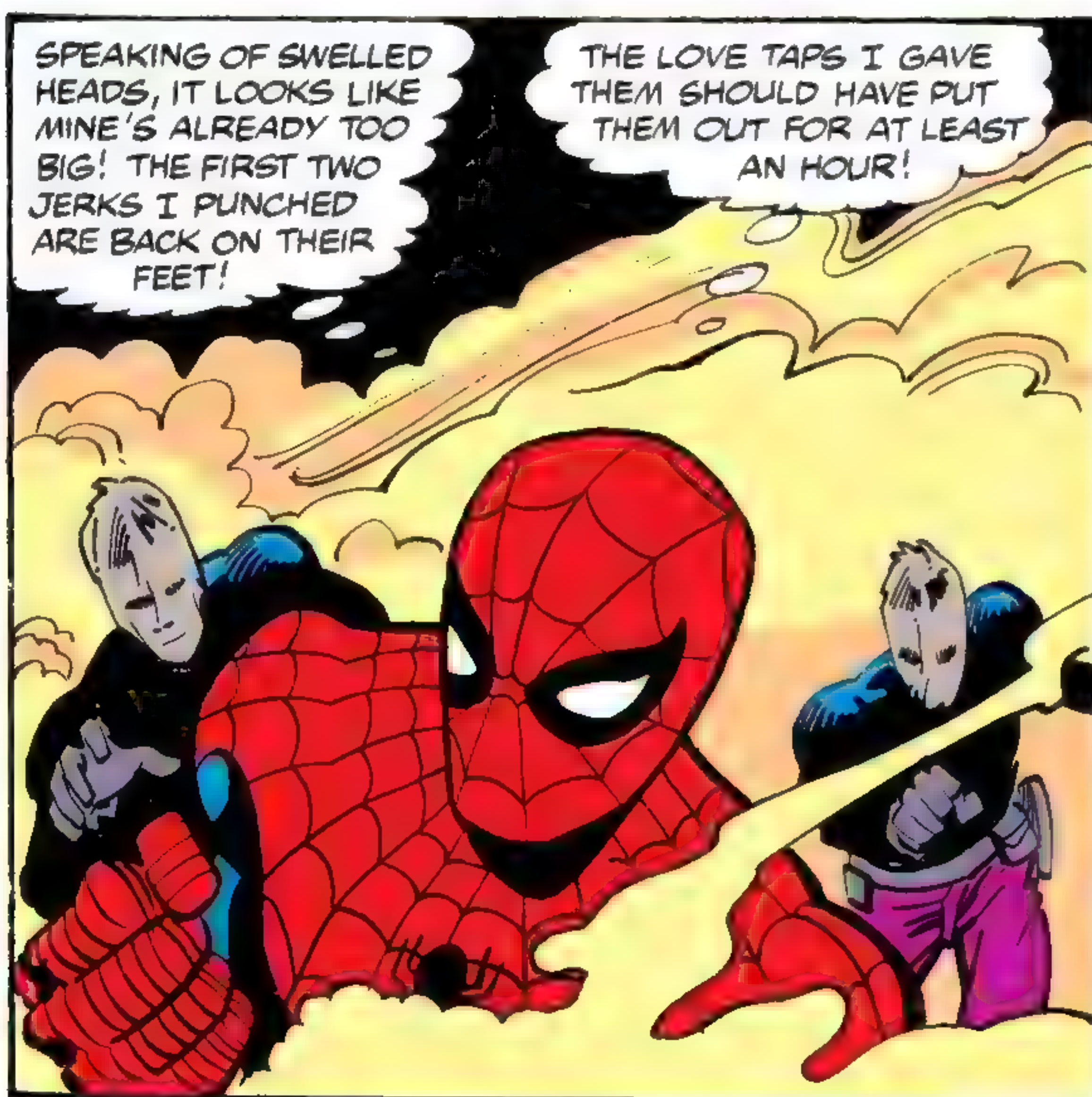
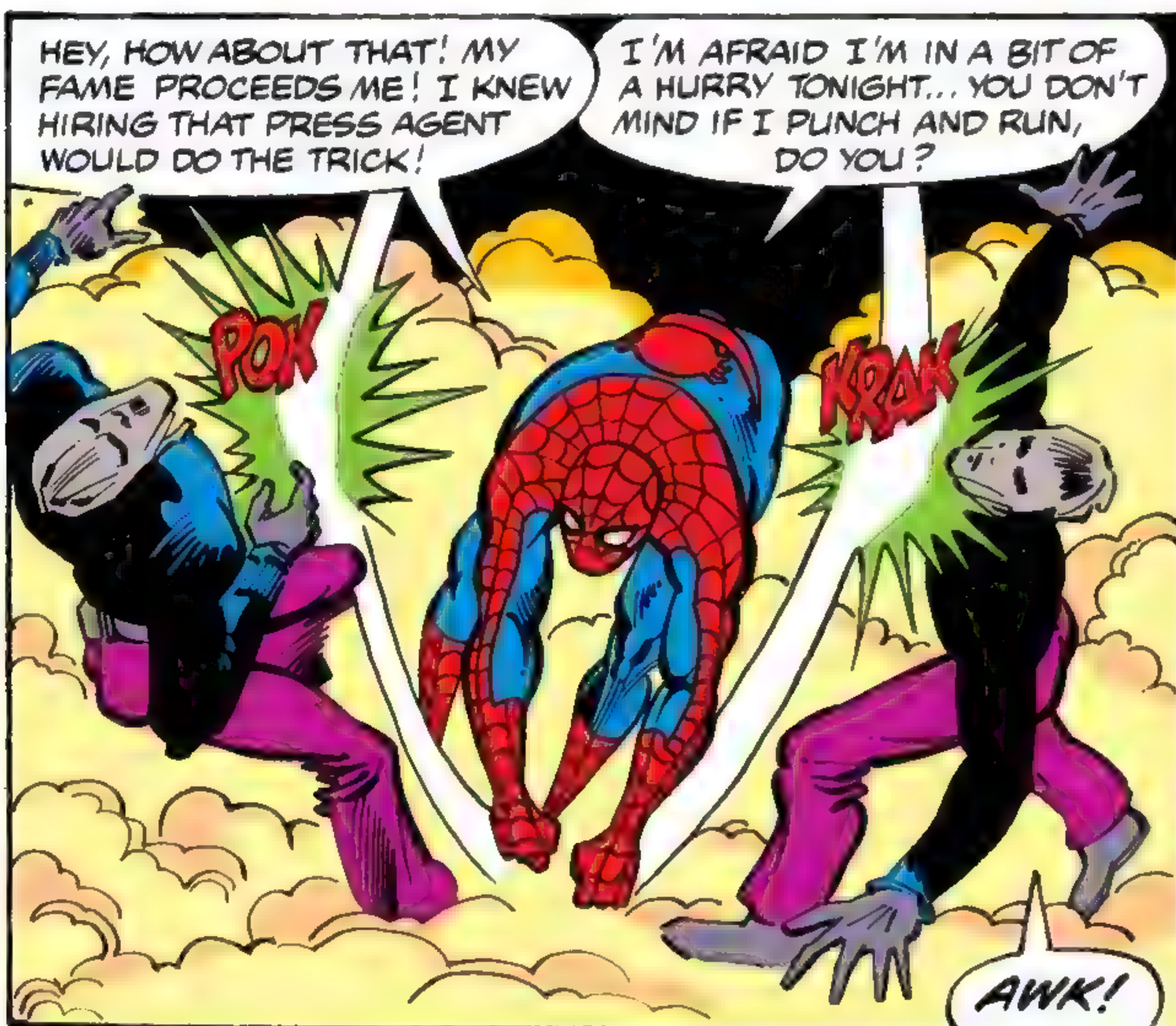
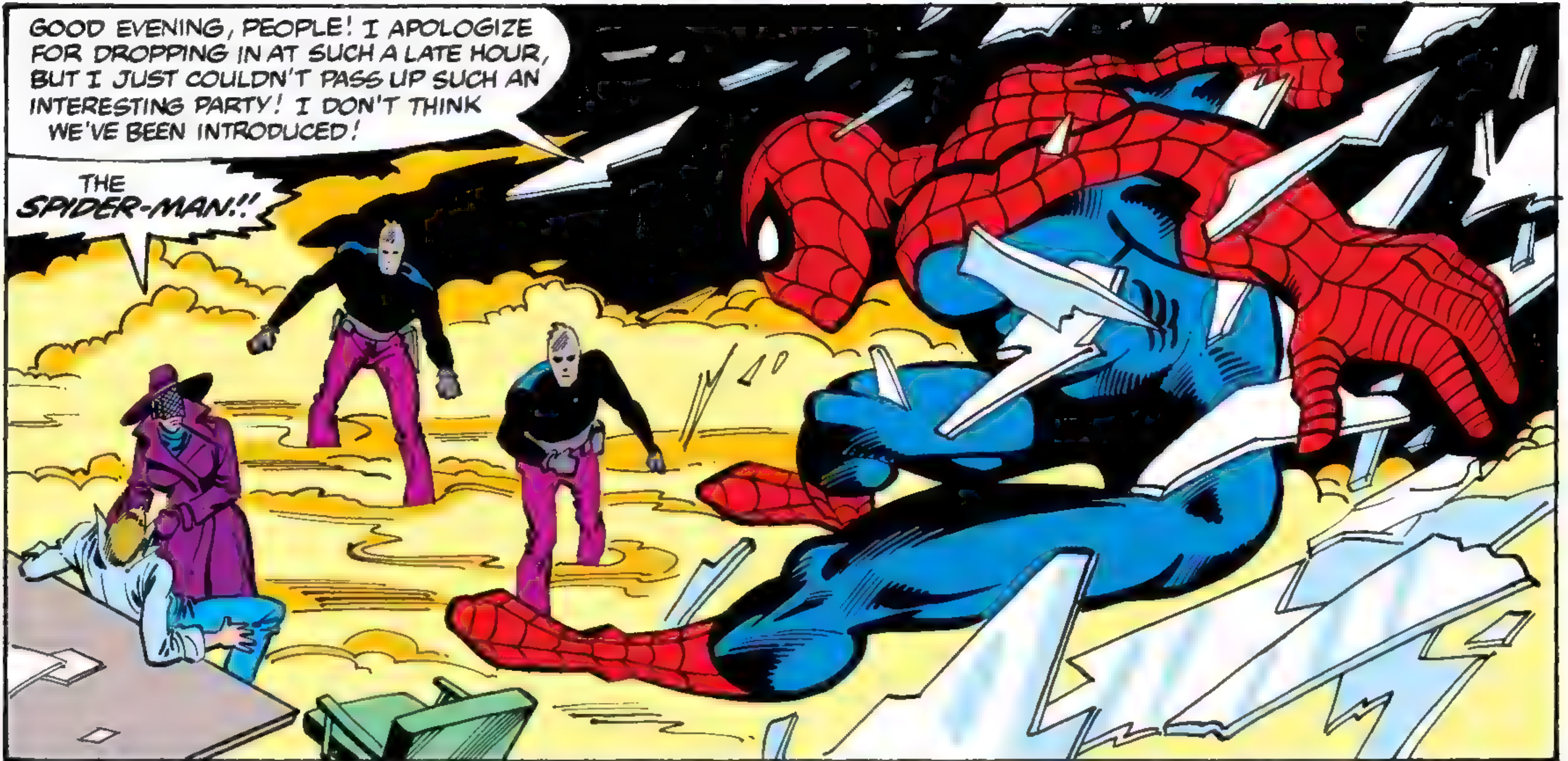


EVEN AT MY SPINDLIEST, THIS GUY WOULD'VE MADE ME LOOK LIKE HERCULES!

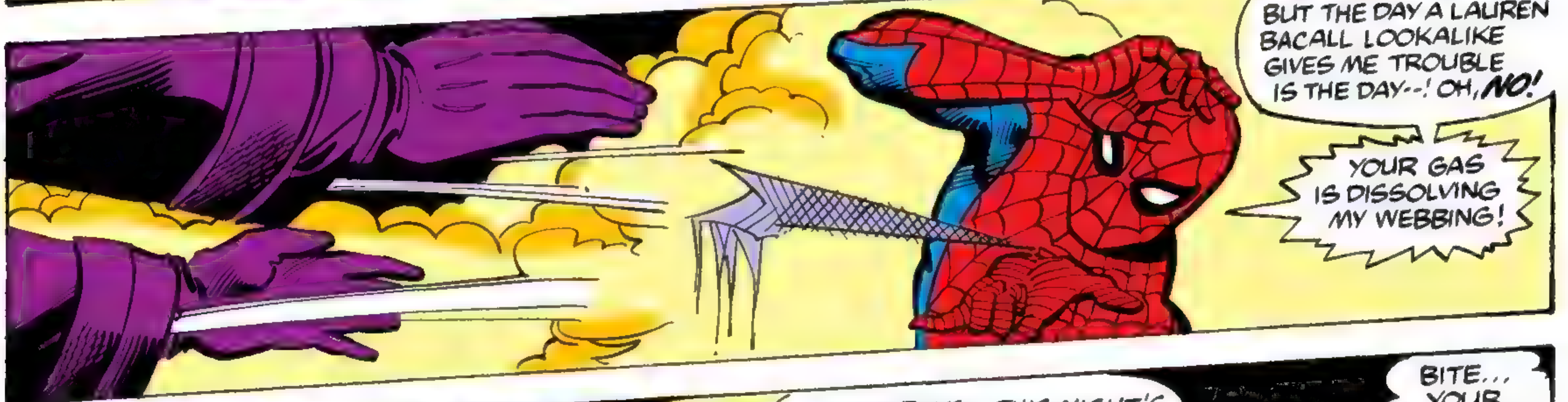
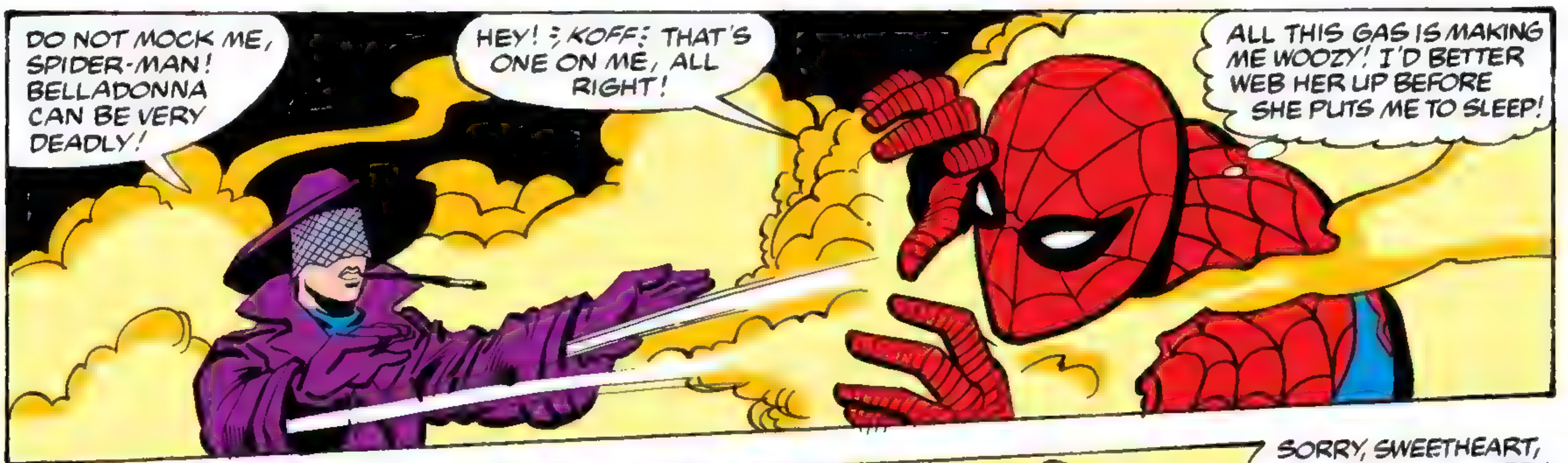
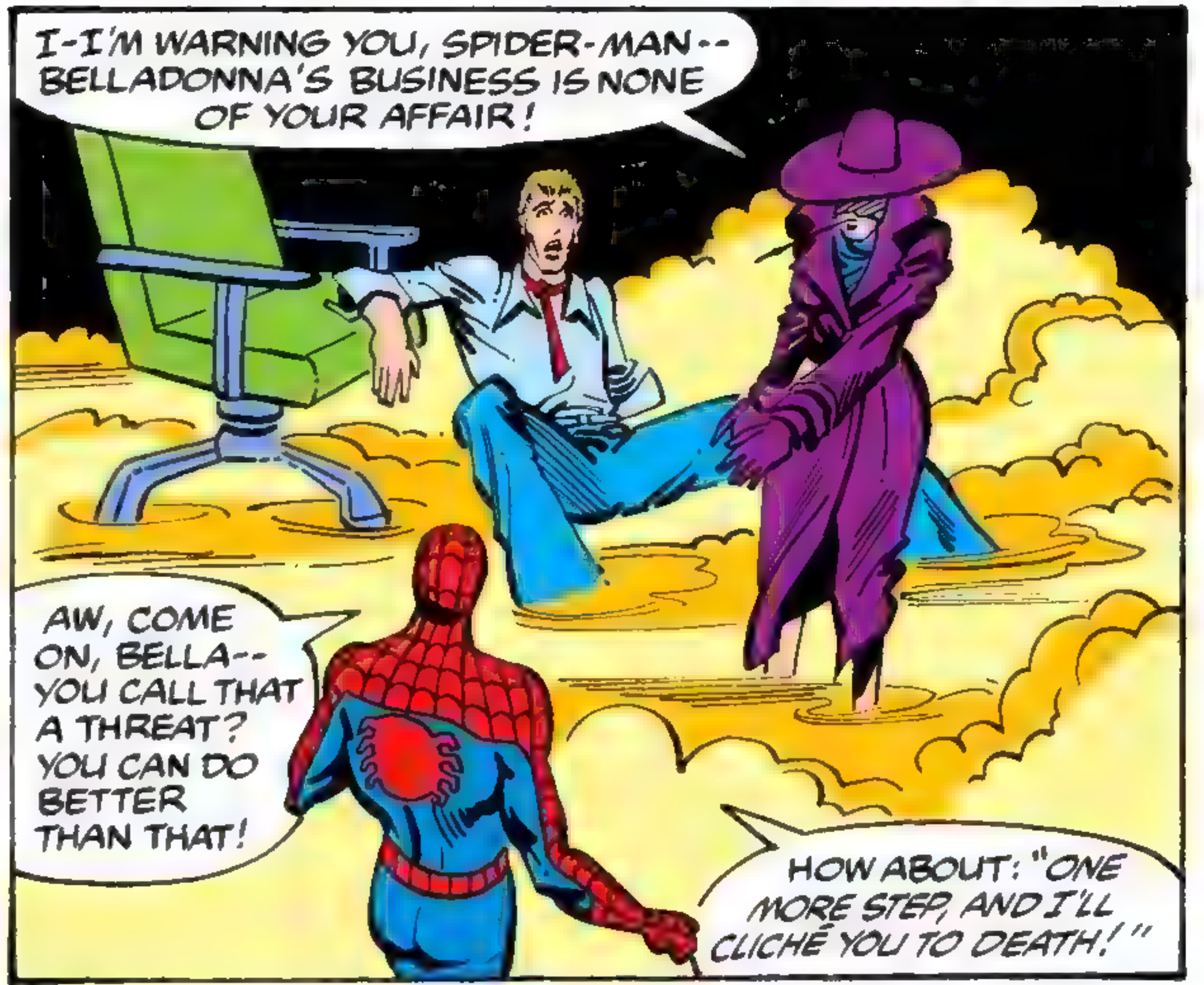




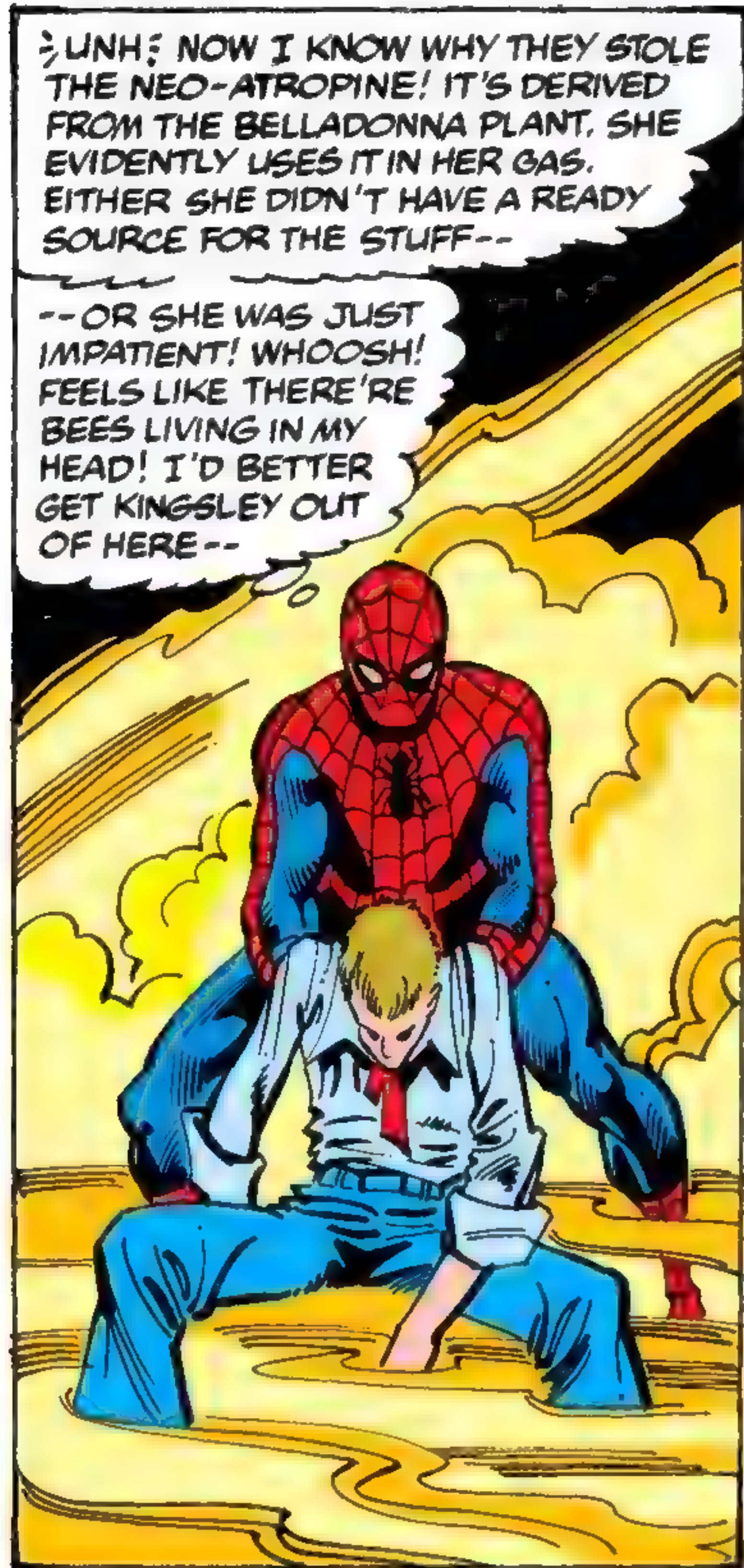




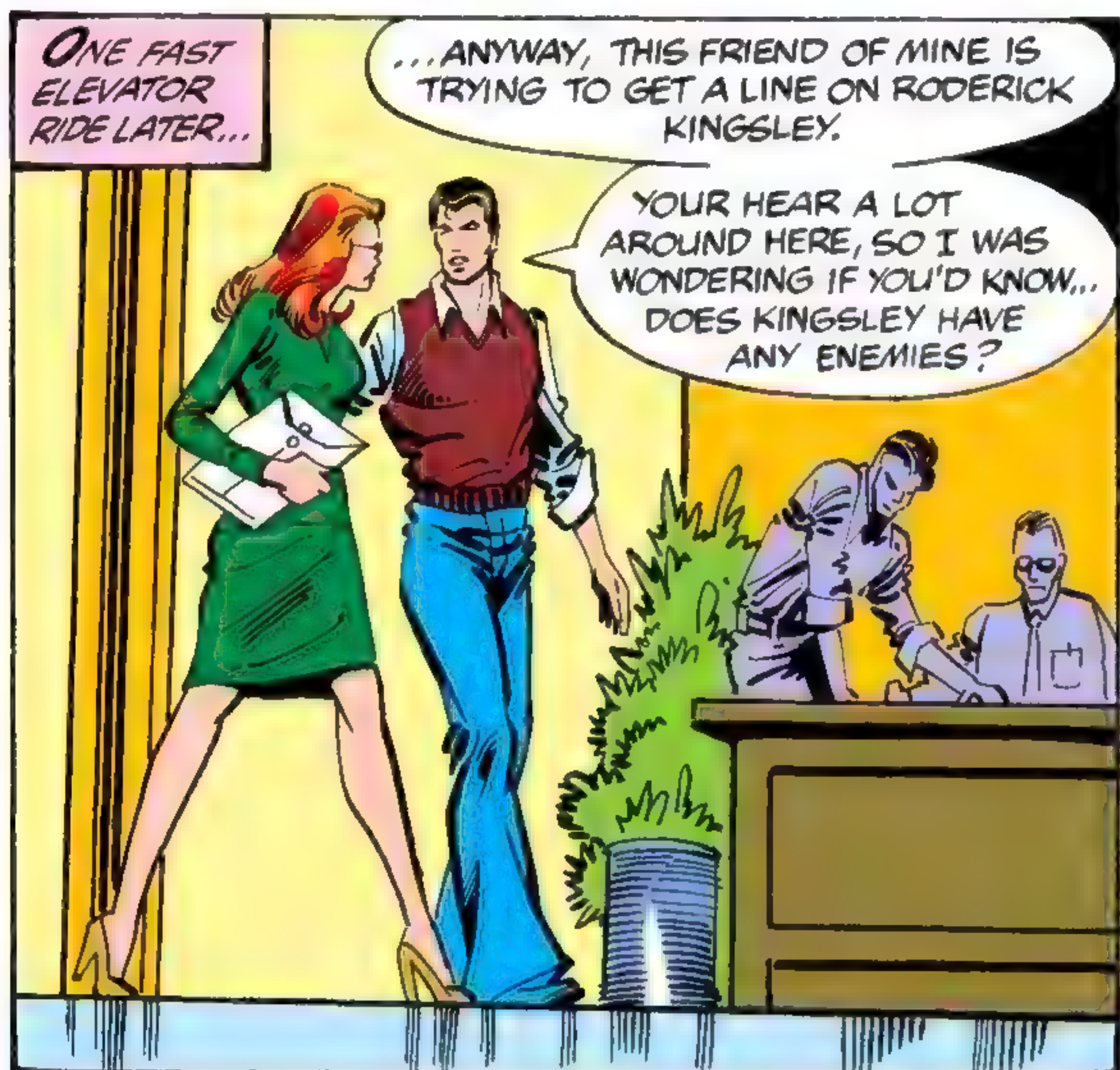
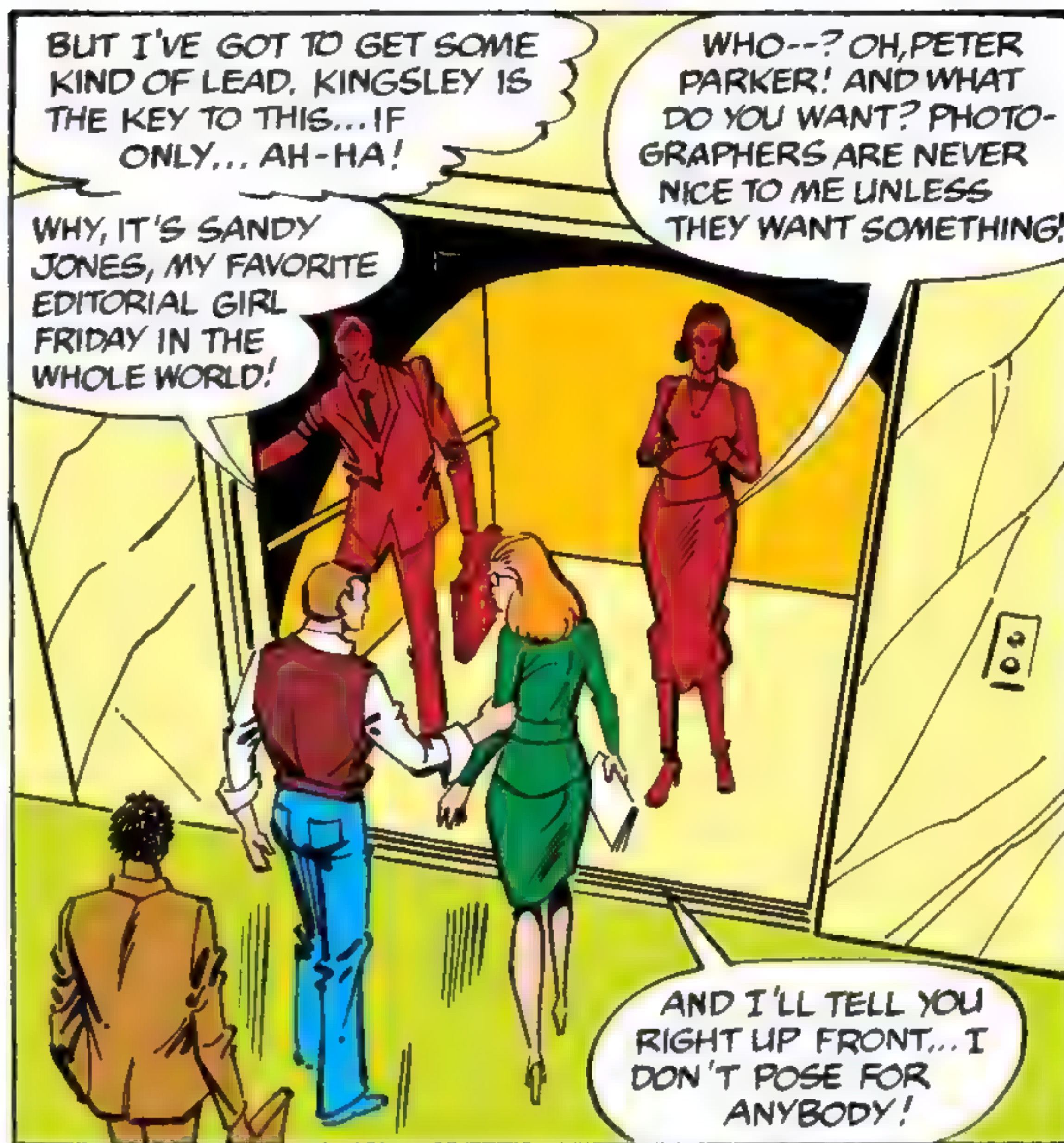
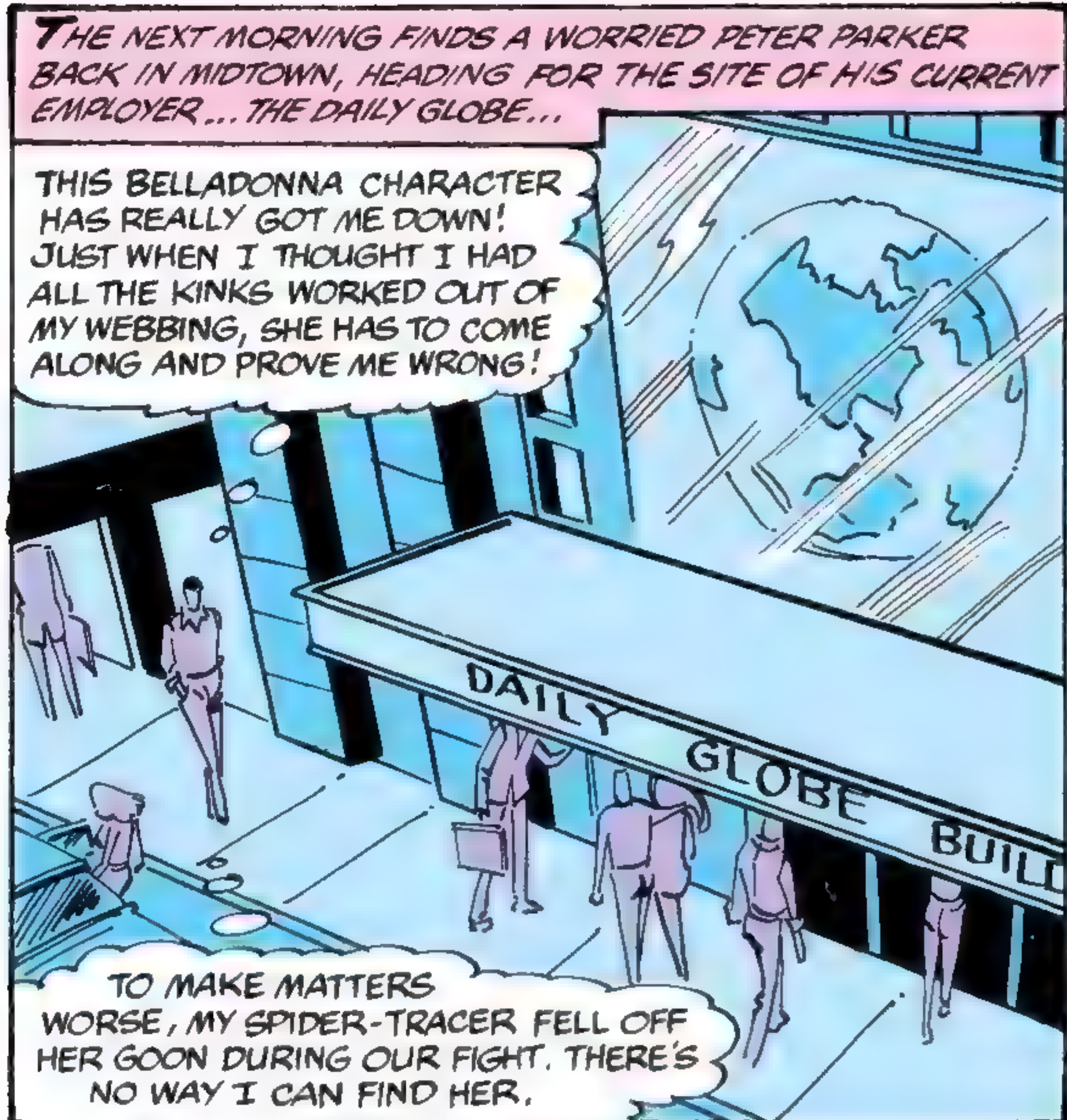




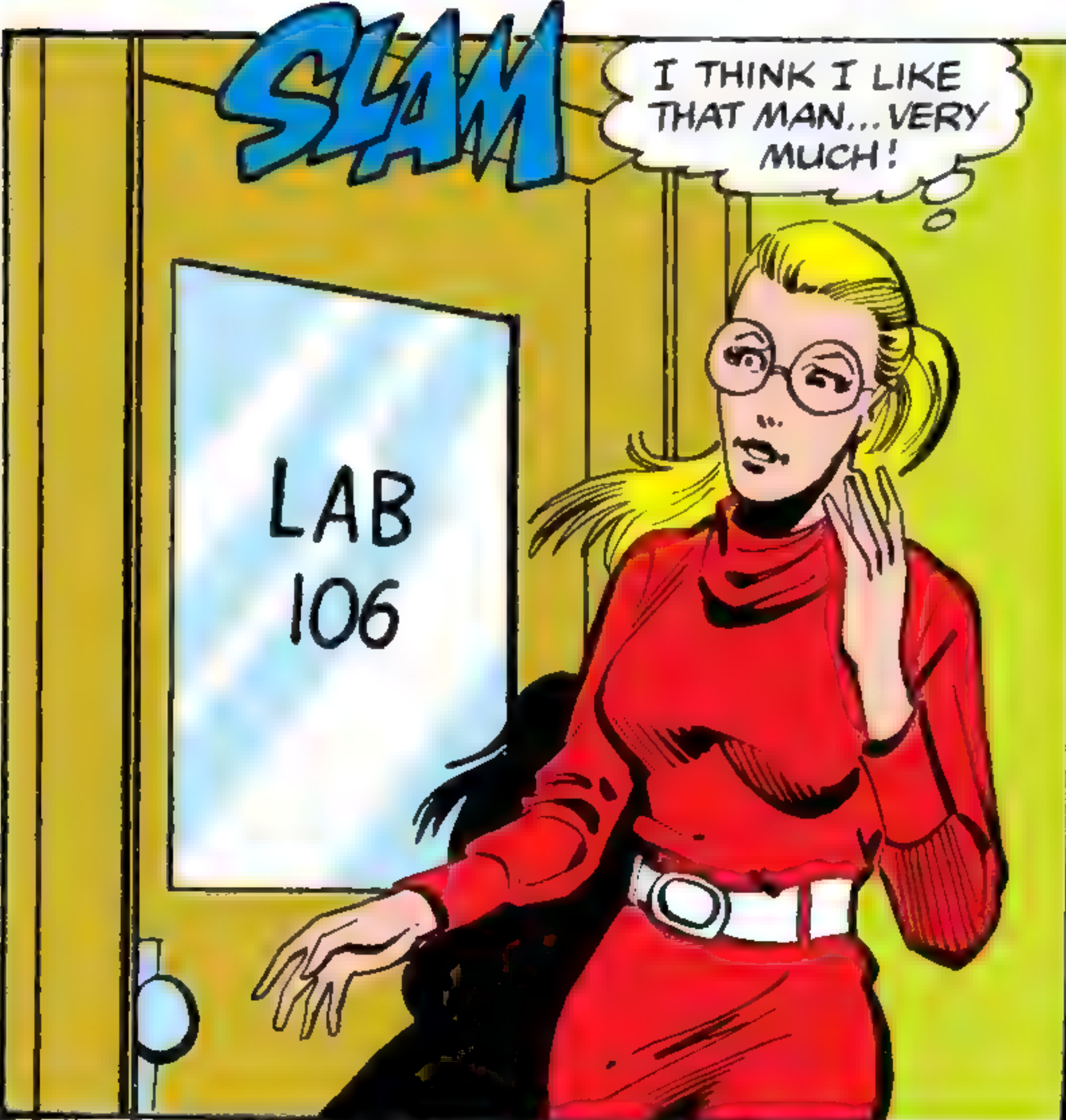
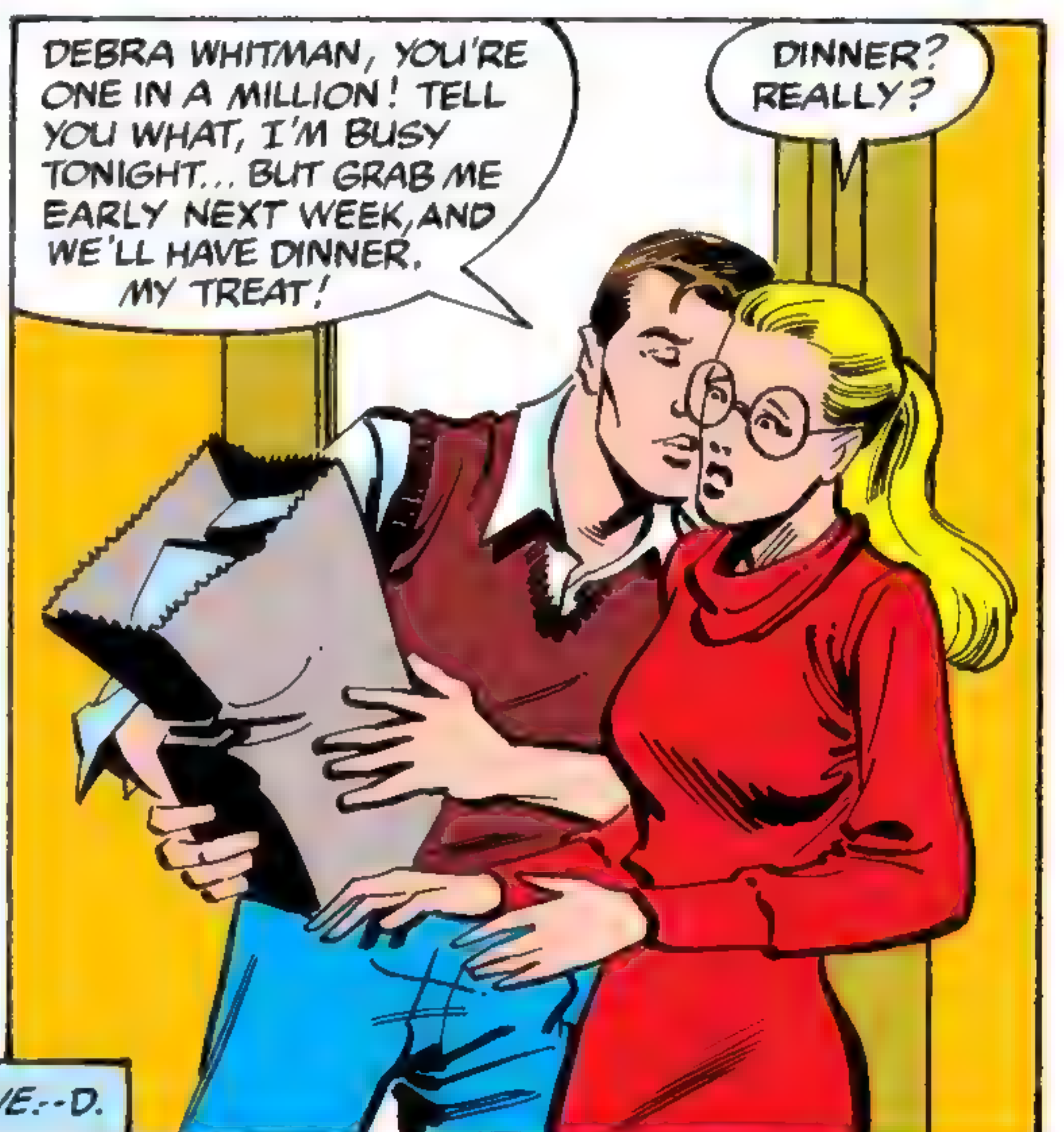
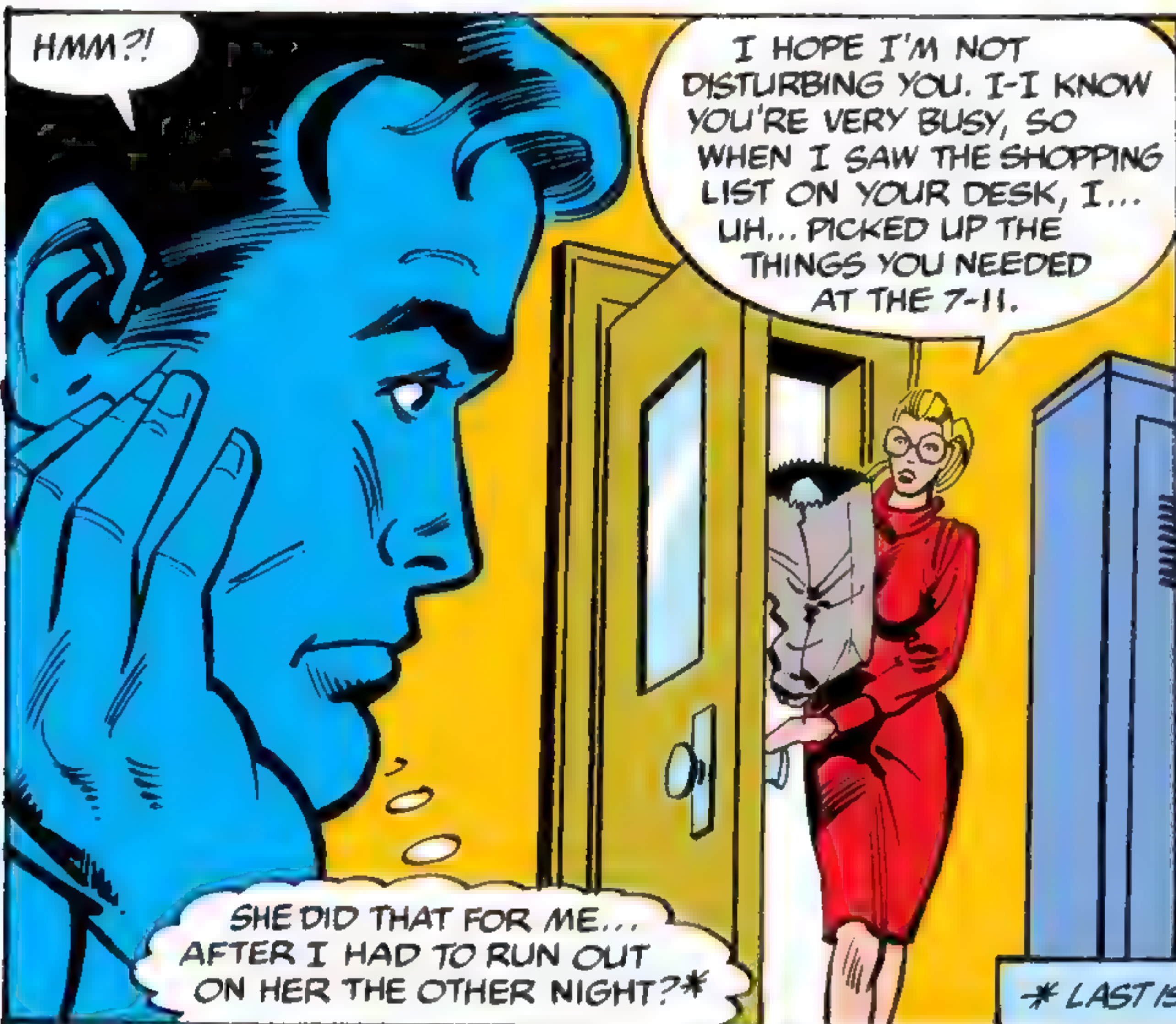




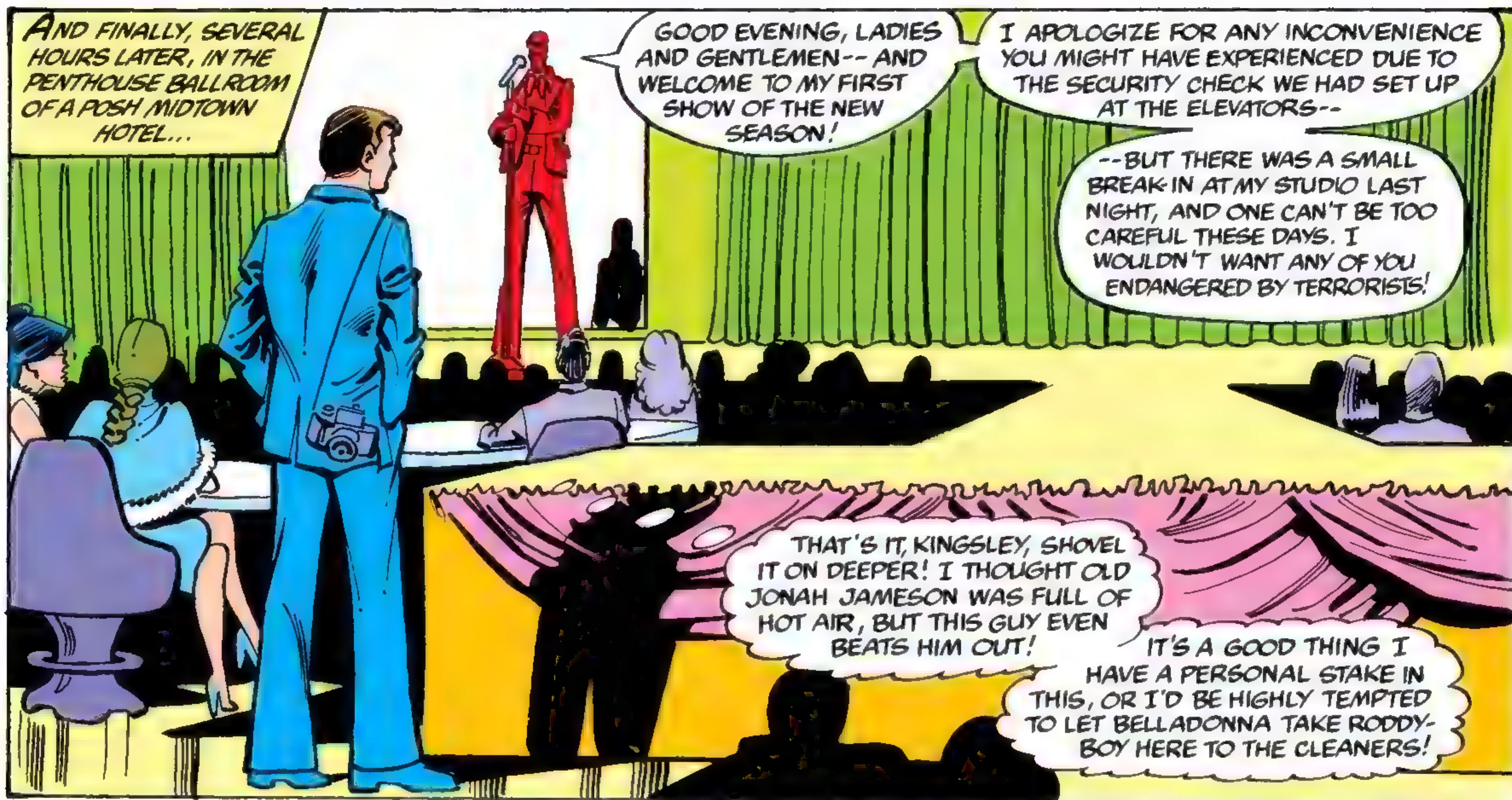




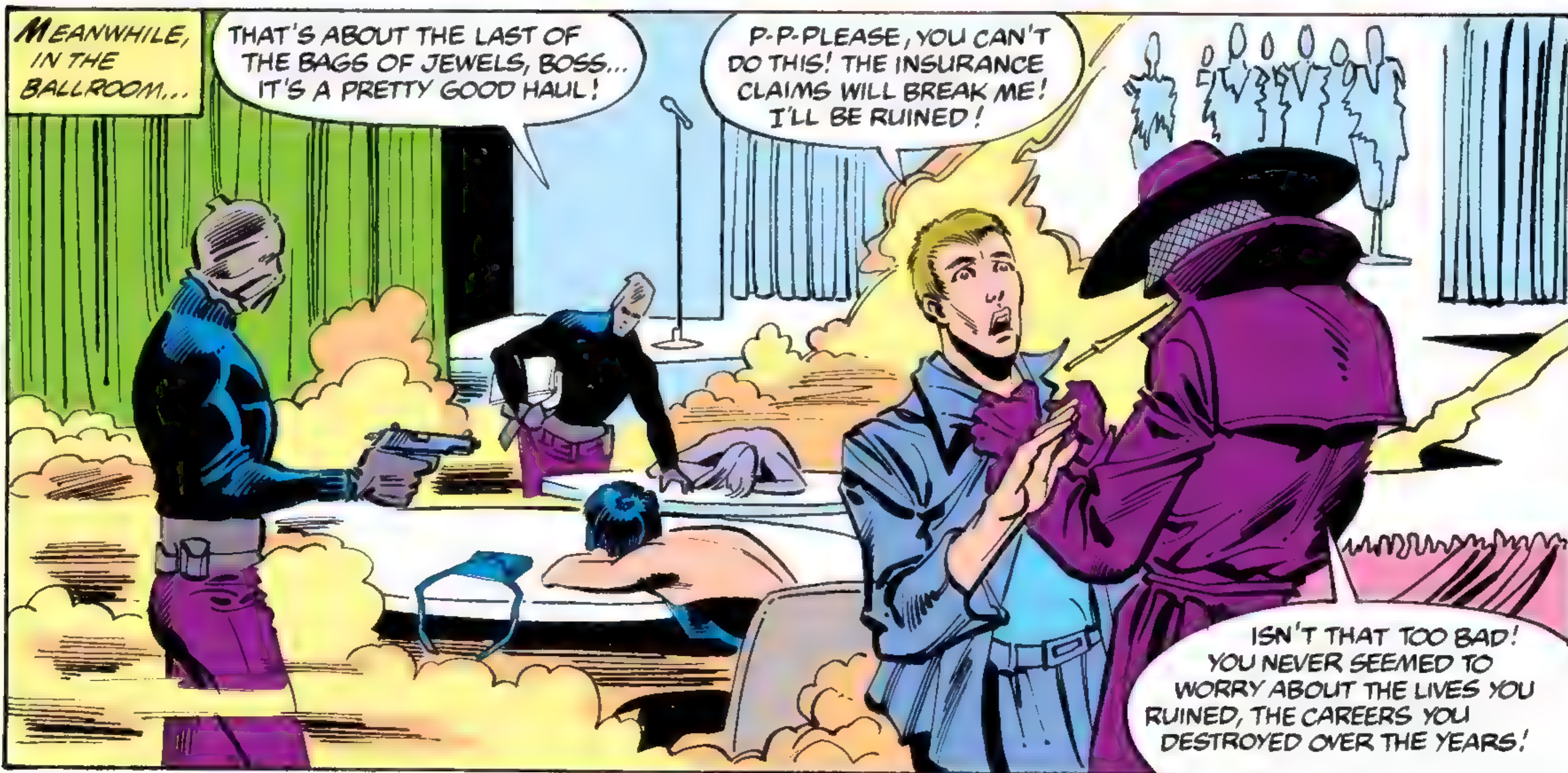
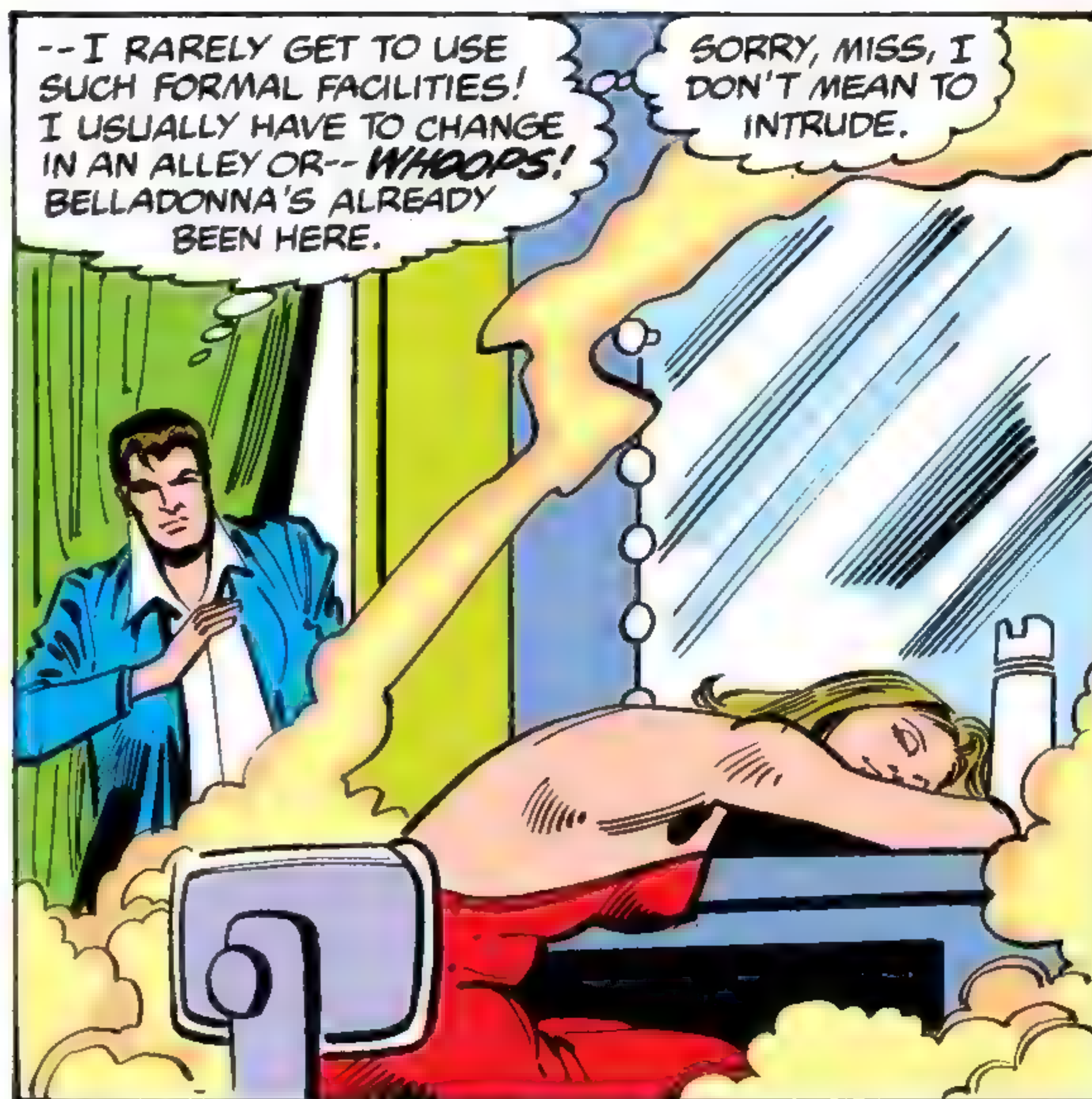




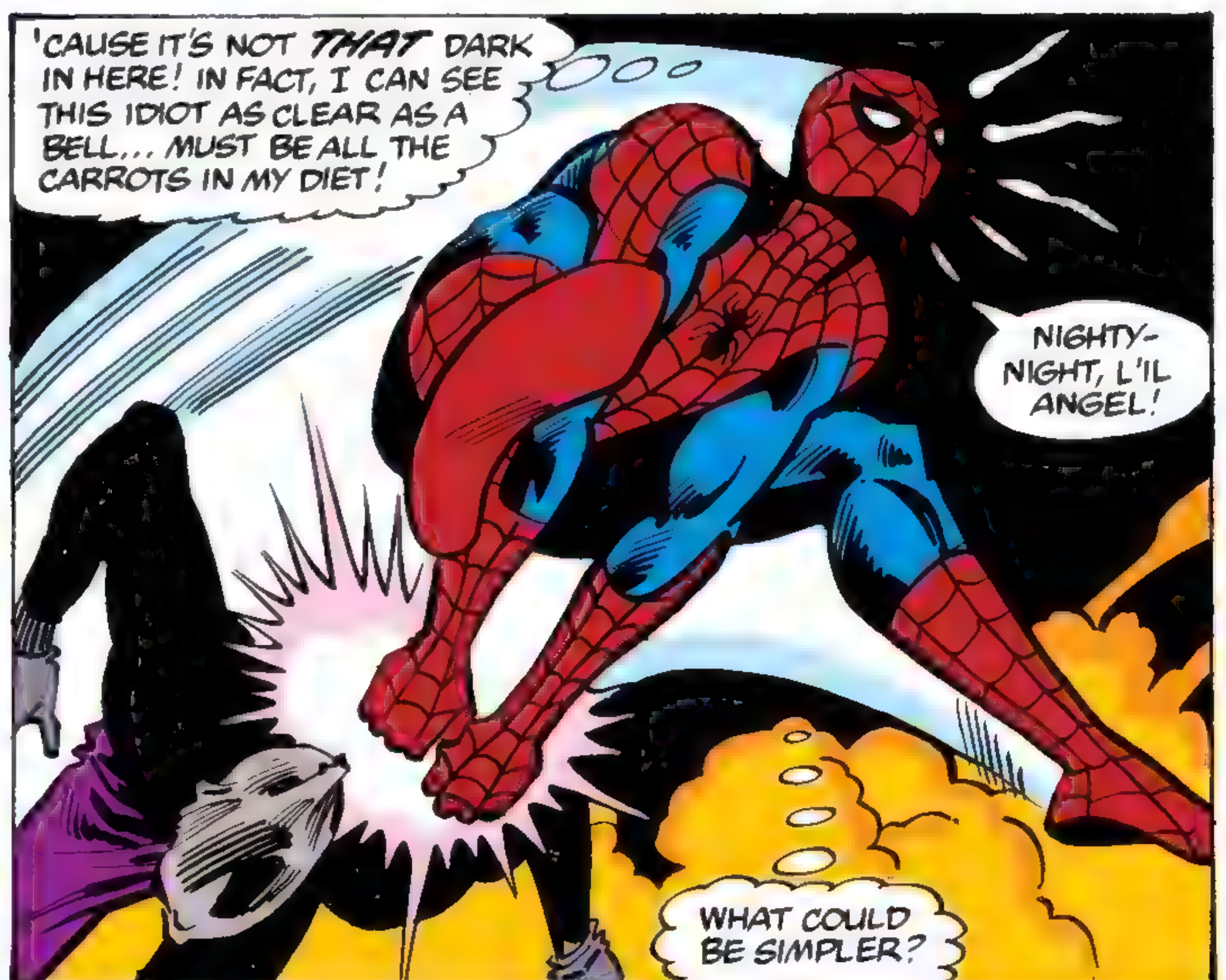
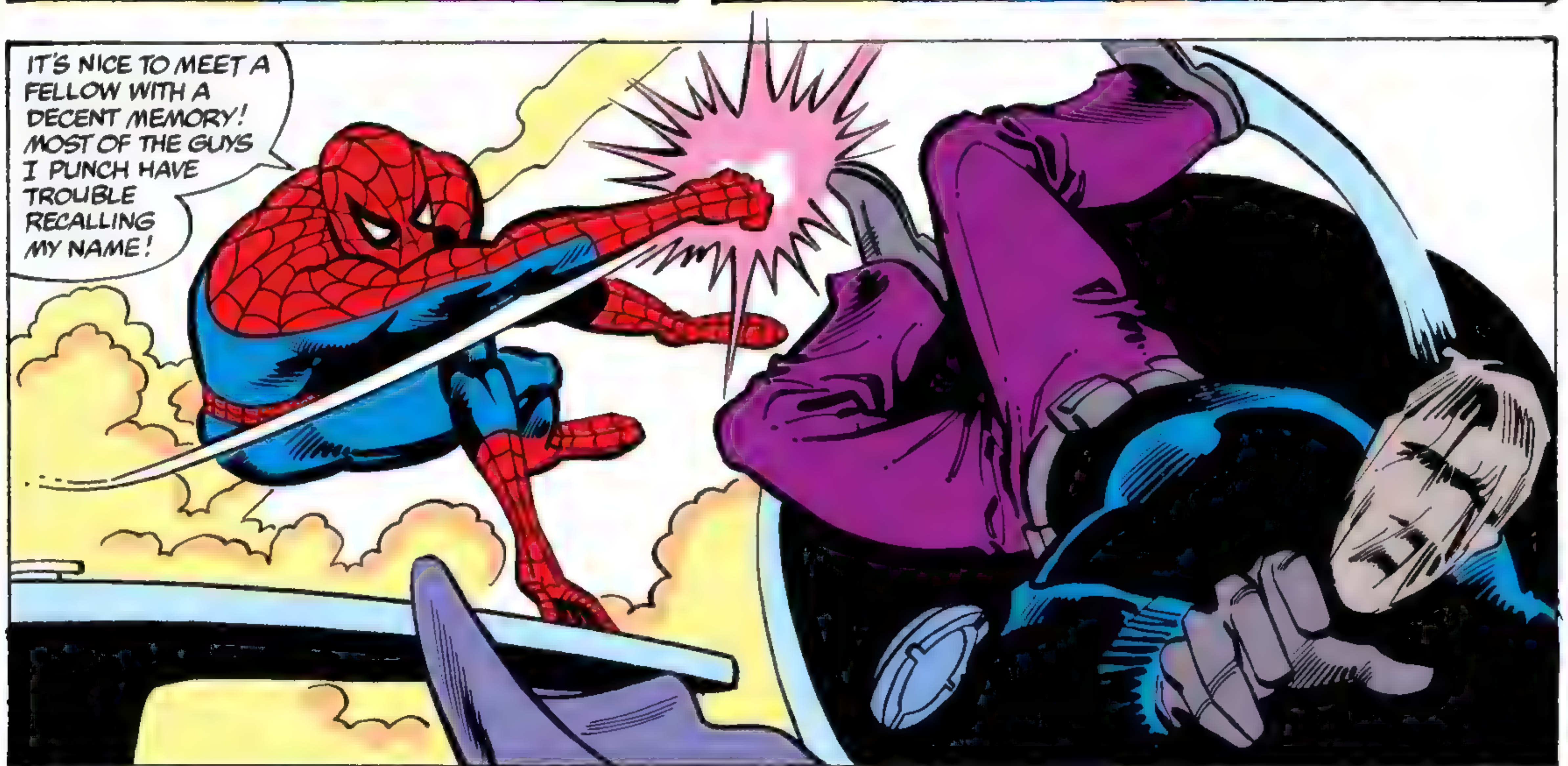




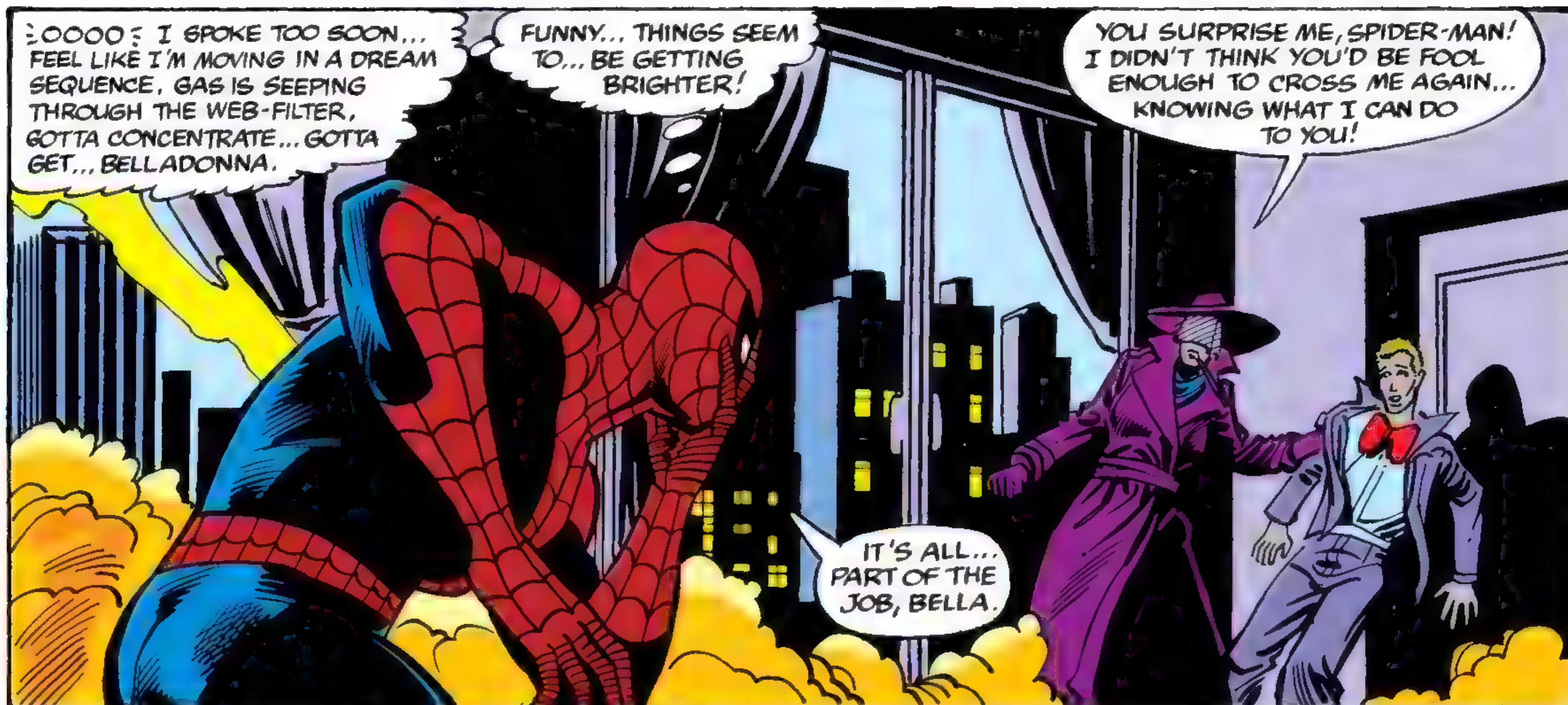
















I SPEND SO MUCH OF MY TIME FIGHTING HARDENED COSTUMED CREEPS LIKE DOC OCK AND MYSTERIO, I SOMETIMES FORGET HOW WEIRD I MUST APPEAR TO BASICALLY NORMAL FOLKS.

OF COURSE, ANY WEIRDNESS CAN BE HANDY IN A SITUATION LIKE THIS... 'CAUSE I **AM** JUST A WEE BIT GROGGY!

COME BACK, LITTLE BELLA!

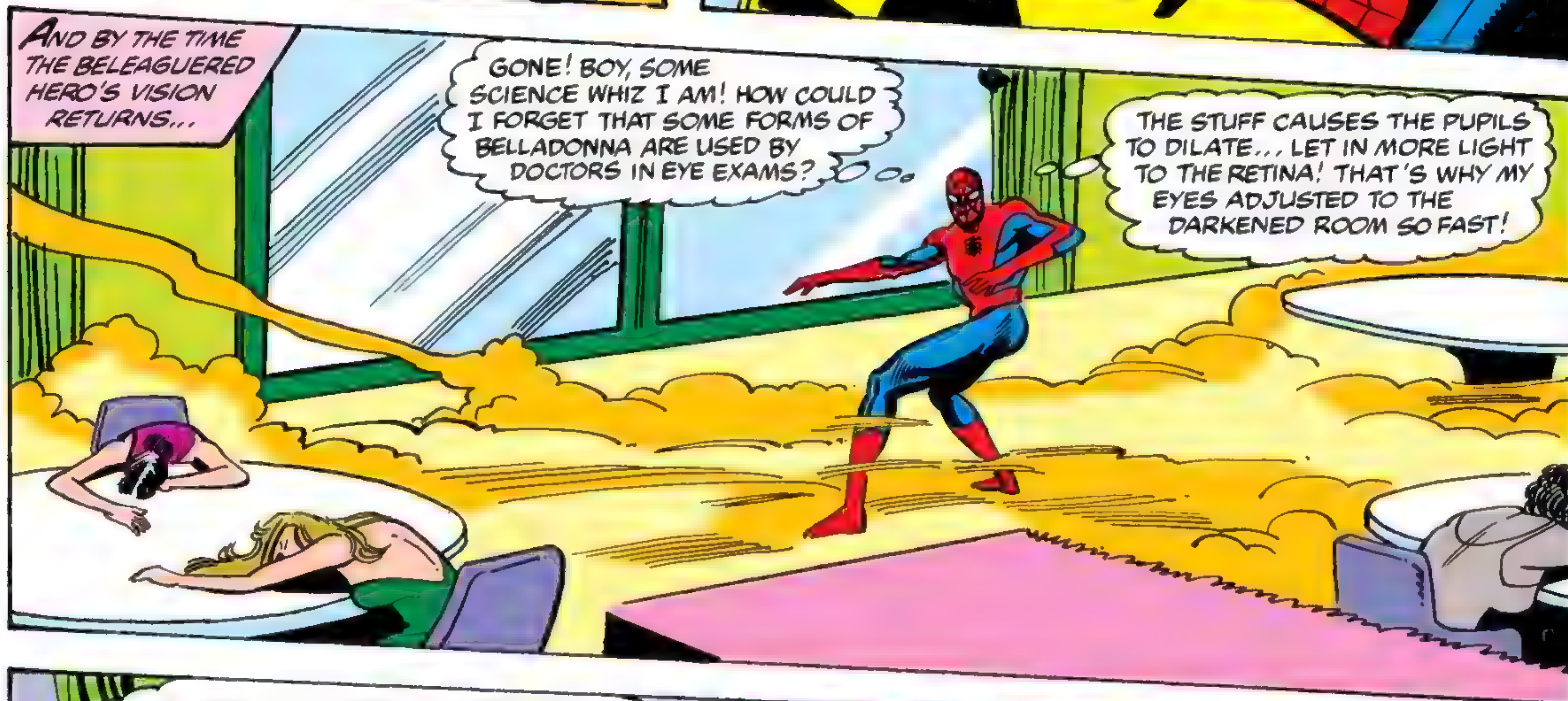
TH-THE LIGHT SWITCH! IT'S MY ONLY HOPE!



AND, SUDDENLY...

YEEOWW! WHO TURNED ON THE SUN?!

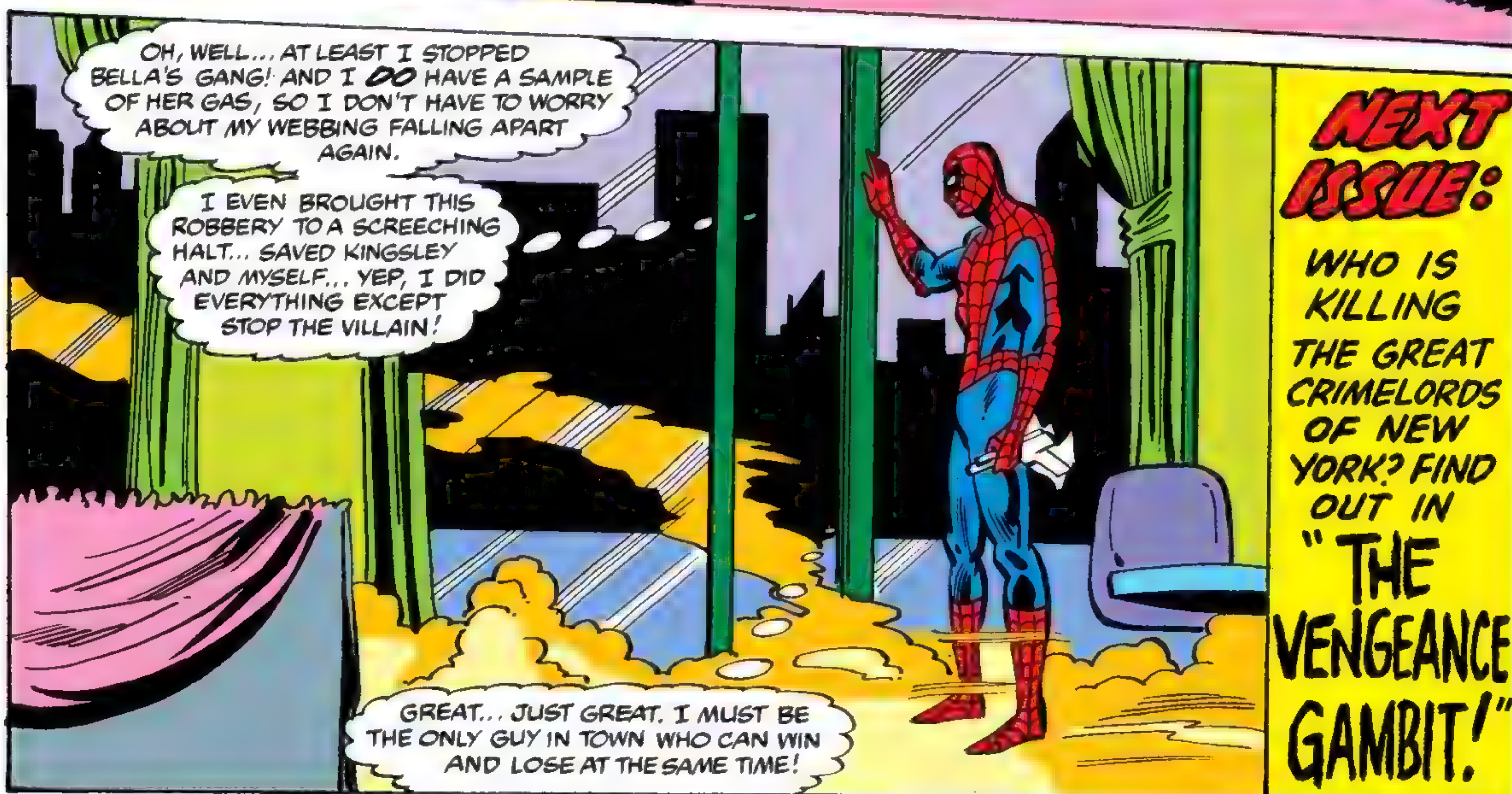
BELLADONNA HAS MANY SIDE EFFECTS, SPIDER-MAN! KEEP THAT IN MIND, SHOULD WE MEET AGAIN!



AND BY THE TIME THE BELEAGUERED HERO'S VISION RETURNS...

GONE! BOY, SOME SCIENCE WHIZ I AM! HOW COULD I FORGET THAT SOME FORMS OF BELLADONNA ARE USED BY DOCTORS IN EYE EXAMS?

THE STUFF CAUSES THE PUPILS TO DILATE... LET IN MORE LIGHT TO THE RETINA! THAT'S WHY MY EYES ADJUSTED TO THE DARKENED ROOM SO FAST!



OH, WELL... AT LEAST I STOPPED BELLA'S GANG! AND I **DO** HAVE A SAMPLE OF HER GAS, SO I DON'T HAVE TO WORRY ABOUT MY WEBBING FALLING APART AGAIN.

I EVEN BROUGHT THIS ROBBERY TO A SCREECHING HALT... SAVED KINGSLEY AND MYSELF... YEP, I DID EVERYTHING EXCEPT STOP THE VILLAIN!

GREAT... JUST GREAT. I MUST BE THE ONLY GUY IN TOWN WHO CAN WIN AND LOSE AT THE SAME TIME!

**NEXT ISSUE:**

WHO IS KILLING THE GREAT CRIMELORDS OF NEW YORK? FIND OUT IN "THE VENGEANCE GAMBIT!"



# SPECTACULAR SPIDER-MAIL

c/o MARVEL COMICS GROUP  
575 Madison Avenue  
New York, New York 10022

DENNIS O'NEIL  
EDITOR  
MARK GRUENWALD  
ASSISTANT EDITOR

With this issue, Rollickin' ROGER STERN takes over the scripting chores on PETER PARKER, THE SPECTACULAR SPIDER-MAN! And it couldn't have happened to a nicer guy! Those of you who've thrilled to Rog's HULK can be sure he'll be bringing the same taut dialogue, the same tense plotting to PETER PARKER! As for BILL MANTLO — not to fear! The Boisterous One has his hands full getting out ROM—SPACEKNIGHT, the marvelous MICRONAUTS, HOWARD THE DUCK and Rog's past success, THE INCREDIBLE HULK (not to mention more special projects than you can shake a stick at!). So best of luck to both Bill and Rog! And now, heere'sa your turn!

My only complaint is that PPTSS is treated (consciously or unconsciously) as the "little Spider-Man" book. Nothing that occurs here seems to have lasting impact because we get no crossover feedback from the other two Spider-Man titles, while they seem to direct the course of this mag. I can understand your desire to keep some aspects of the three separate, but unless greater give-and-take continuity occurs, this book will be reduced to importance to the level of SPIDEY SUPER-STORIES in the Marvel Universe.

Richard Roder  
93-23 Vanderveer Street  
Queens Village, NY 11428

Dear Marvel,

PPTSS #'s 36 and 37 were, in a word, terrific! Great plotting, artwork, and the one thing I've been looking for in this mag — more of Peter Parker! Thanks! But a couple of questions: (1) How did Spidey's bee stings go away in so short a time? (2) How did Dr. Sloan bring Swarm back to life? (3) How did the bees make such a big hive so quickly?

I knew Swarm would return because in the final panel of CHAMPIONS #15 I saw a tiny bee on the skeleton of Swarm. I just never suspected he'd make his return appearance in PPTSS!

Vic Sachar  
3062 Josephs Blvd  
Saugerties, NY 12477

Got a pencil and paper ready, Vic? Here are your answers: (1) Spider-Man has always exhibited incredible recuperative powers — the ability of his body to cure itself quickly is amazing, accounting for the way his broken arm mended so fast in a recent AMAZING SPIDER-MAN tale. (2) That very Queen Bee you noticed at the end of CHAMPIONS #15 was aroused by the heat from Dr. Sloan's instruments, and immediately began to breed. Remember, Swarm and his bees are mutants — they do everything faster than normal bees. (3) Lots of bees working very quickly!

Buggy Bill,

Bill, my lad, you've been taking your vitamins lately, haven't you? What do I mean by that? Well, lately all your work has been truly awe-inspiring. I just finished reading PPTSS #'s 36 and 37 consecutively, and what a fine, fine tale they told! Pete's solution to the Swarm problem was nothing short of genius. It's truly wonderful to see that young man use his scientific know-how for a change.

Pablo Marcos is one of my favorite inkers, so getting him to ink Gentleman Jim Mooney's pencils was a definite plus. And the Nasser/Rubinstein cover was just the right icing for this delightful outing.

If I may, let me give just a few opinions on Pete's school-life: First off, you have steadily been adding onto the already large cast, and I for one am all for this. School, by its very nature, is the bringing together of many minds, hopefully for the beneficial advancement of all. So, realistically, Pete will continue to encounter more and more people. How much of an effect each person will have upon him is a truly individual thing.

So let the individual personalities dictate how important each person becomes, some close, some just casual acquaintances. Now, let me speak specifically about Marcy. It seems to me that you're about to handle this relationship as an iceberg slowly melting into love. Boring!!! If that's your plan, it's rotten. It's happened much too often in the past; i.e., Gwen, Mary Jane. Try something new!

Tad Ray Christiansen  
11486 Victory Blvd  
North Hollywood, CA 91606

With Bill leaving this mag, Tad, we'll never know what he had planned for Pete and Marcy. All the Boisterous One will say, mysteriously, is that, whatever it was, it wasn't going to be like any relationship you've ever seen before!

Dear Bill,

With PETER PARKER, THE SPECTACULAR SPIDER-MAN #37 you've finally fulfilled my faith in you as a writer. Not that PPTSS #37 was a particularly earth-shattering, momentous story — but it was solidly plotted. For a variety of reasons, this issue was the most promising work I've seen this year. First of all, a different and new supporting cast and mucho glimpses of Peter Parker's lifestyle. It's about time! There were a few flaws, such as the fact that Marcy seemed too much a Lois Lane type, but that was minor. Secondly, the use of better villains. Carrion, the Iguana (and even Mindworm) were particularly insipid and just plain lousy (sorry). Swarm was far more interesting, and there's no doubt in my mind that you can come up with many more original villains of your own, Bill. Don't be afraid to do so! I'd rather see you toss new concepts at us, as you do in the MICRONAUTS, than rely on the same time-worn devices.

The only problem with Swarm was that I had trouble believing that Spidey alone could beat him, especially when it took all five CHAMPIONS to do it last time (and, at that, they nearly lost!). That's the problem with using a super-villain who's more super-powerful than most.

Artwise, I think you've finally found the right inker for Jim Mooney in Pablo Marcos. Don't lose him! The art is looking much better of late.

Well, now that you've caught my interest in this mag again, don't lose me, either. I'm not going to miss the return of Morbius (and the possible return of the Empathoid?). There were times when I considered giving up on PPTSS, but I'm glad I stuck by it. Keep up the good work, and best of luck on THE INCREDIBLE HULK!

Bruce Weintraub  
68—36 108th Street  
Forest Hills, NY 11375

Dear Marvel,

I just thought I'd let you know that, for my money, PPTSS is a far more satisfying mag than Spidey's mainstream title these days. The reason is better antagonists — I'm still reeling from Carrion, and the Swarm character in PPTSS #37 was marvelously handled, much more menacing and malicious than he was in the CHAMPIONS. Outstanding points this ish included the vicious attack on Spidey in the opening pages and the climactic sequence within the giant hive. Page 23 was particularly impressive, giving a very strong sense of morbidity and claustrophobia (keep Mr. Marcos inking these pages, by all means!). The entire story proceeded logically and evenly, with Spidey shining not as infallible, but as a clever, clear thinker.

Your attempts at establishing a new supporting cast for Peter, however, have not come off as well as your villainous incarnations. So far the relationships seem pretty shallow but, taking the newness of Steve, Dr. Sloan, et al, into consideration I suppose their characterizations will eventually rise above their current sophomoric level. You have scored a first (of sorts) with Marcy: a brilliant, self-confident female with no common sense (page 22 — "Marcy's got the lungs of a cheerleader and the brains of an Albert Einstein!"). If we can have males of this type (Flash Thompson, for one) then one in the opposite gender seems more natural.



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# PETER PARKER, THE SPECTACULAR SPIDER-MAN

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

...AND AFTER THIS  
IT'LL GET  
**DANGEROUS!**





While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter gained the arachnid's powers... and in effect, became a human spider...

# Stan Lee PRESENTS: **THE SPECTACULAR SPIDER-MAN!**

WESNER'S PUB IN MANHATTAN'S GREENWICH VILLAGE IS RENOWNED FOR ITS SUBSTANTIAL MENU, REASONABLE PRICES, AND GIANT TV-PROJECTION SYSTEM.

THOSE FIRST TWO ITEMS ARE WHAT ATTRACTED PETER PARKER. THE LAST ONE IS ABOUT TO GIVE HIM INDIGESTION!

CHANNEL-4 NEWSWATCH... WITH MELBA TOLIVER!

GOOD EVENING! A BIZARRE SERIES OF BREAK-INS THROUGHOUT THE CITY HAS LED TO A DEATH AT A FASHIONABLE SOHO APARTMENT COMPLEX.

AUTHORITIES SAY SPIDER-MAN MAY BE INVOLVED!

OH, NO!

# KILLER?



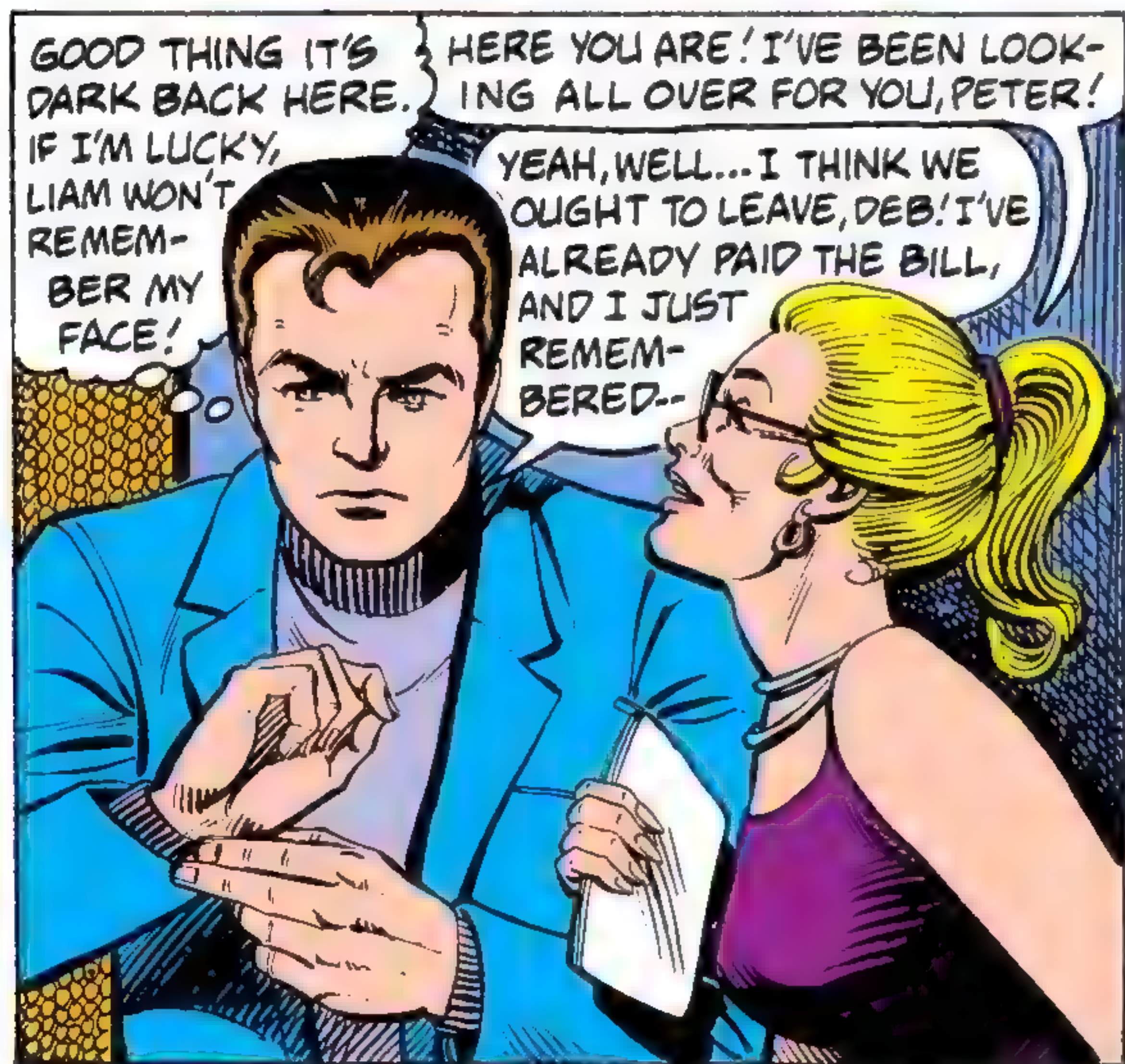
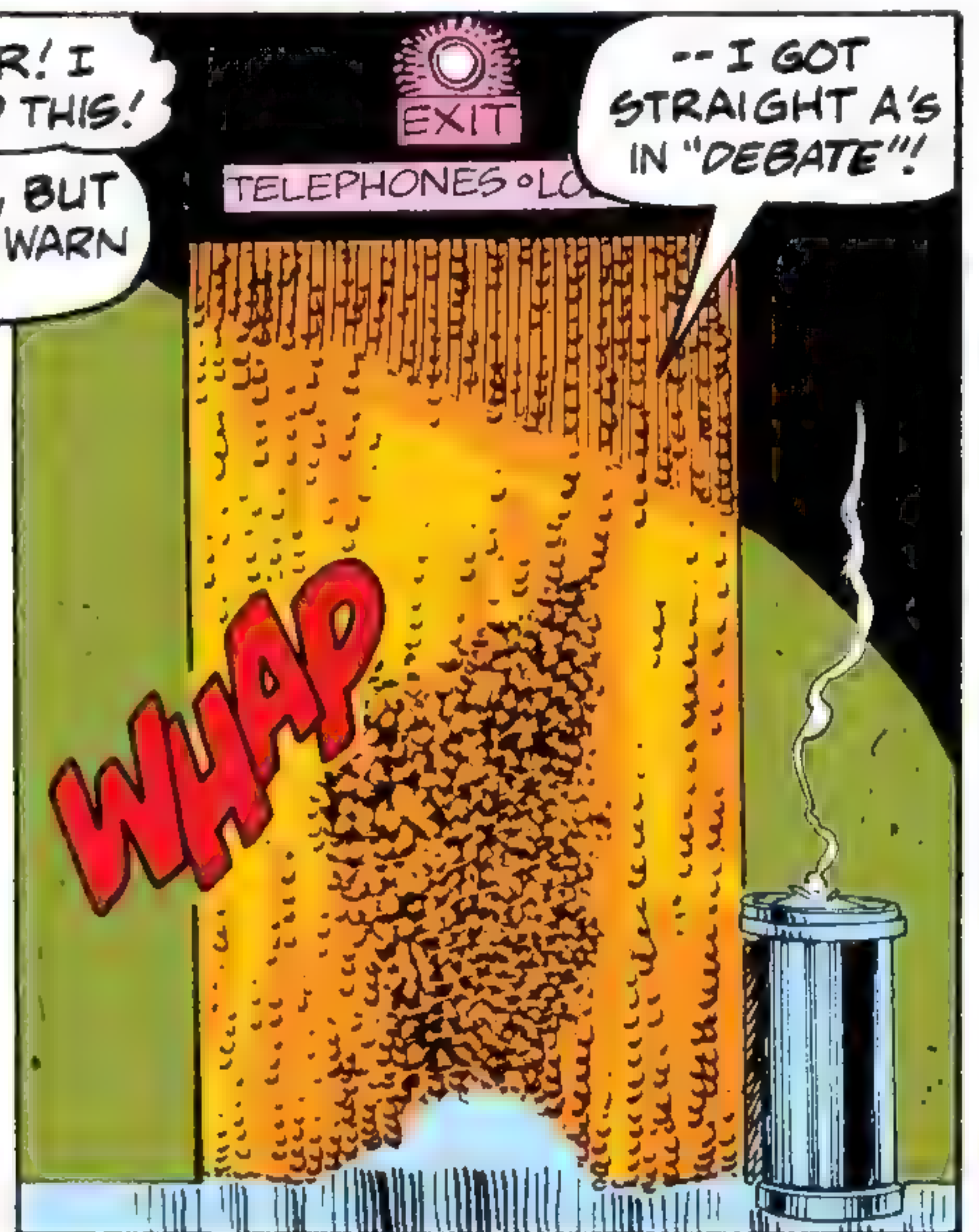
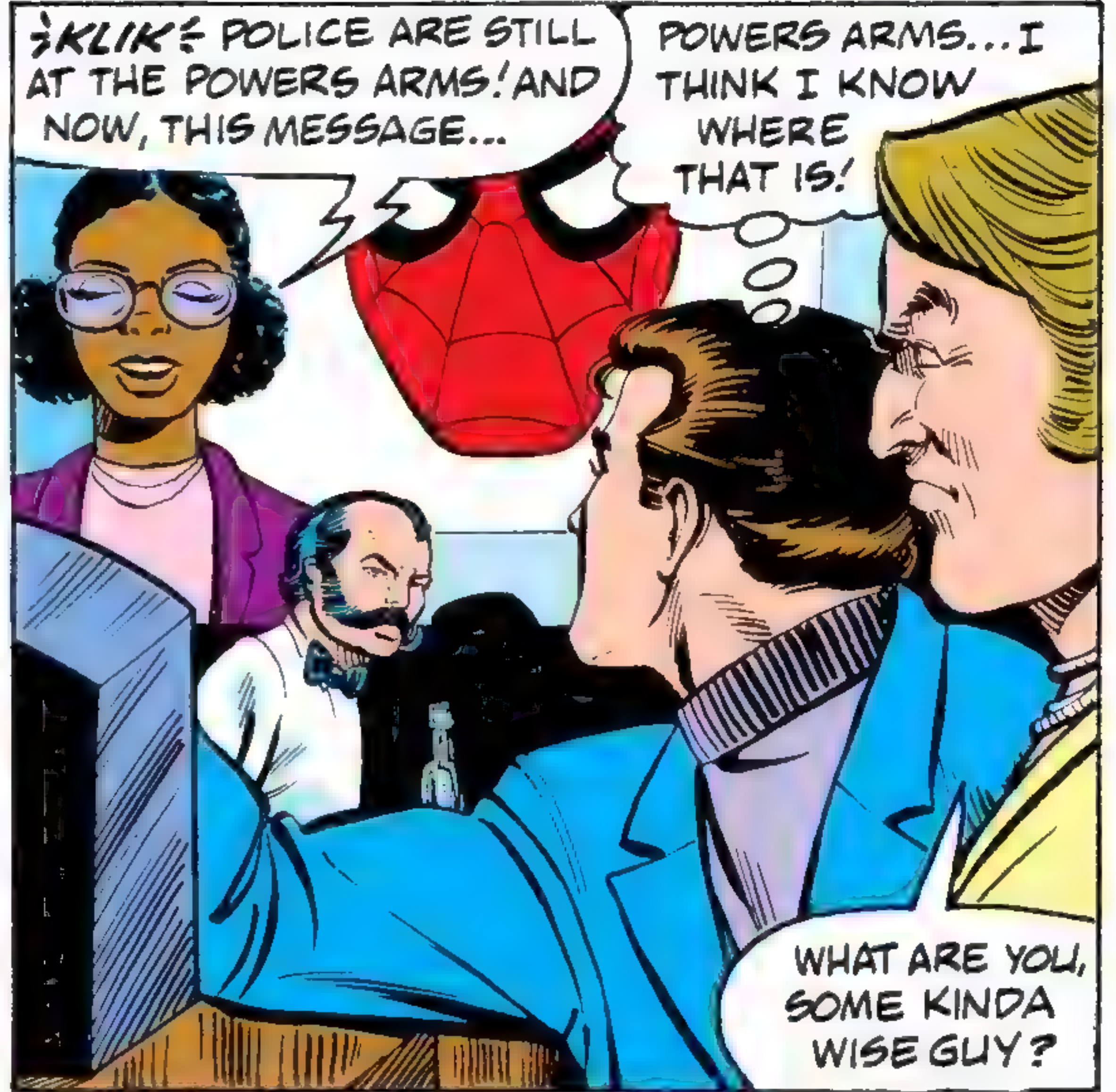
I'VE BEEN HERE ALL EVENING WITH DEBRA WHITMAN... I HAVEN'T BEEN NEAR SOHO FOR DAYS! WHO COULD POSSIBLY BE SETTING UP SPIDER-MAN THIS TIME?!

## A NIGHT ON THE PROWL!

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WRITER / PENCILER / INKS + LETTERS

GLYNIS W. / DENNIS O'NEIL / JIM SHOOTER  
COLORIST / EDITOR / ED. IN CHIEF







MEANWHILE, JUST A FEW SHORT BLOCKS AWAY, AT DEBRA'S APARTMENT...

Y-YOU'RE SURE YOU CAN'T COME IN FOR A MINUTE?

I'D LOVE TO, KID, BUT I REALLY HAVE TO SPLIT!

SEE YOU TOMORROW AT THE OFFICE!

SOON, ALONE IN HER ROOMS...

HE... HE ONLY TOOK ME OUT BECAUSE HE FELT SORRY FOR ME-- I JUST KNOW IT! WHY DID I THINK HE REALLY LIKED ME?

BUT, A ROOFTOP AWAY, THE REAL REASON FOR PETE'S DEPARTURE IS BECOMING APPARENT...

I REALLY HATED TO DITCH DEB... BUT I HAVE TO CHECK-OUT THAT NEWS STORY!

THE LAST THING I NEED IS A MURDER CHARGE HANGING OVER ME!

ONE QUICK SERIES OF SWINGS LATER...

AH-HAH! I THOUGHT I KNEW WHERE THIS PLACE WAS!

AND THE POLICE ARE STILL HERE! I'D BETTER GET OUT OF SIGHT BEFORE I'M ACCUSED OF RETURNING TO THE SCENE OF THE CRIME!

SHORTLY, ON THE BUILDING'S ROOF...

NEW YORK'S FINEST WON'T BE TOO EAGER TO ANSWER SPIDER-MAN'S QUESTIONS RIGHT NOW-- BUT I MIGHT BE ABLE TO PICK UP A LITTLE INFORMATION AS A **DAILY GLOBE** EMPLOYEE...

...EVEN IF I DON'T HAVE MY CAMERA WITH ME!

LET'S SEE... THE ACTION SEEMED TO BE COMING FROM THE SIXTH FLOOR!

AND, SURE ENOUGH...

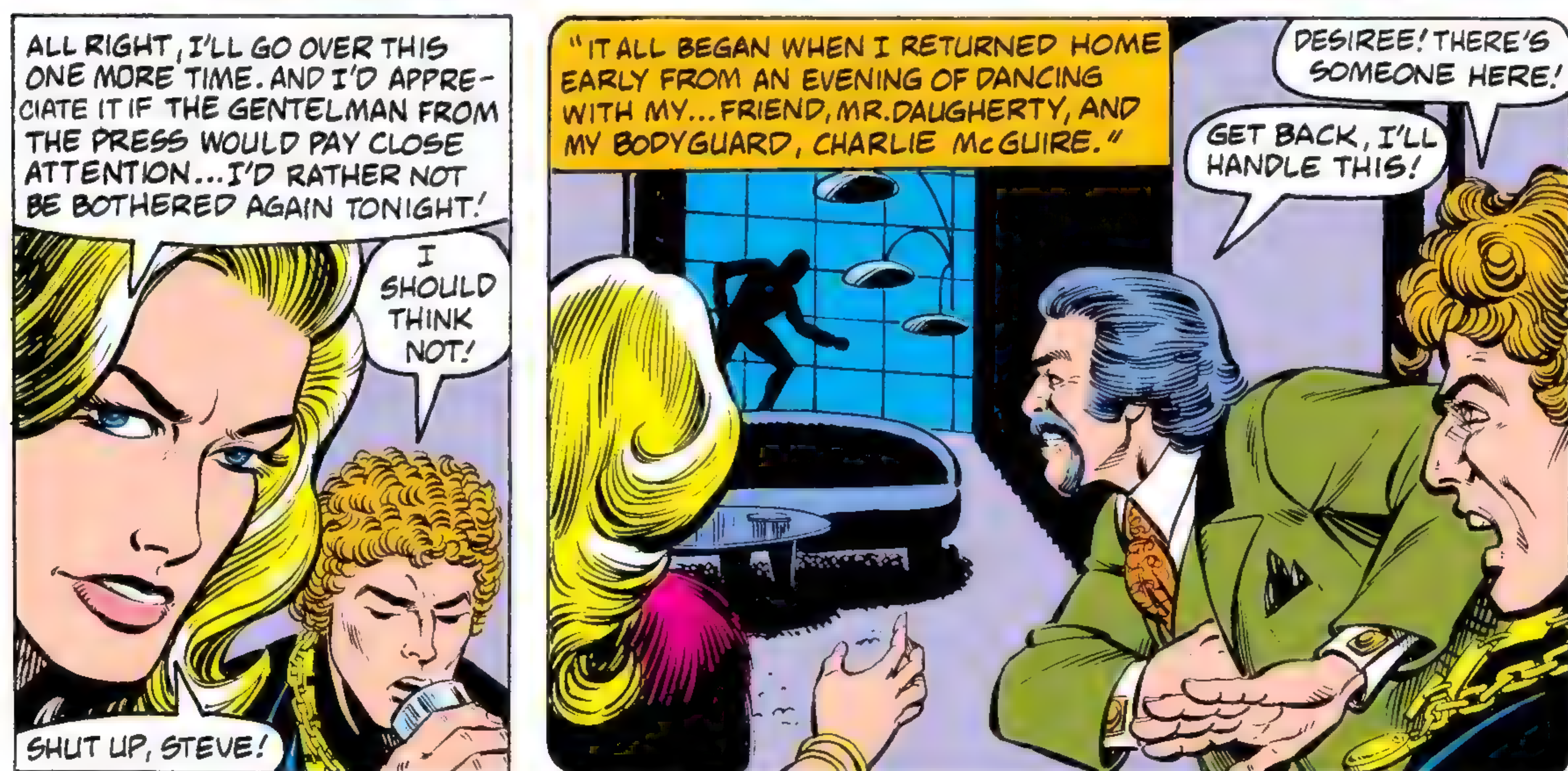
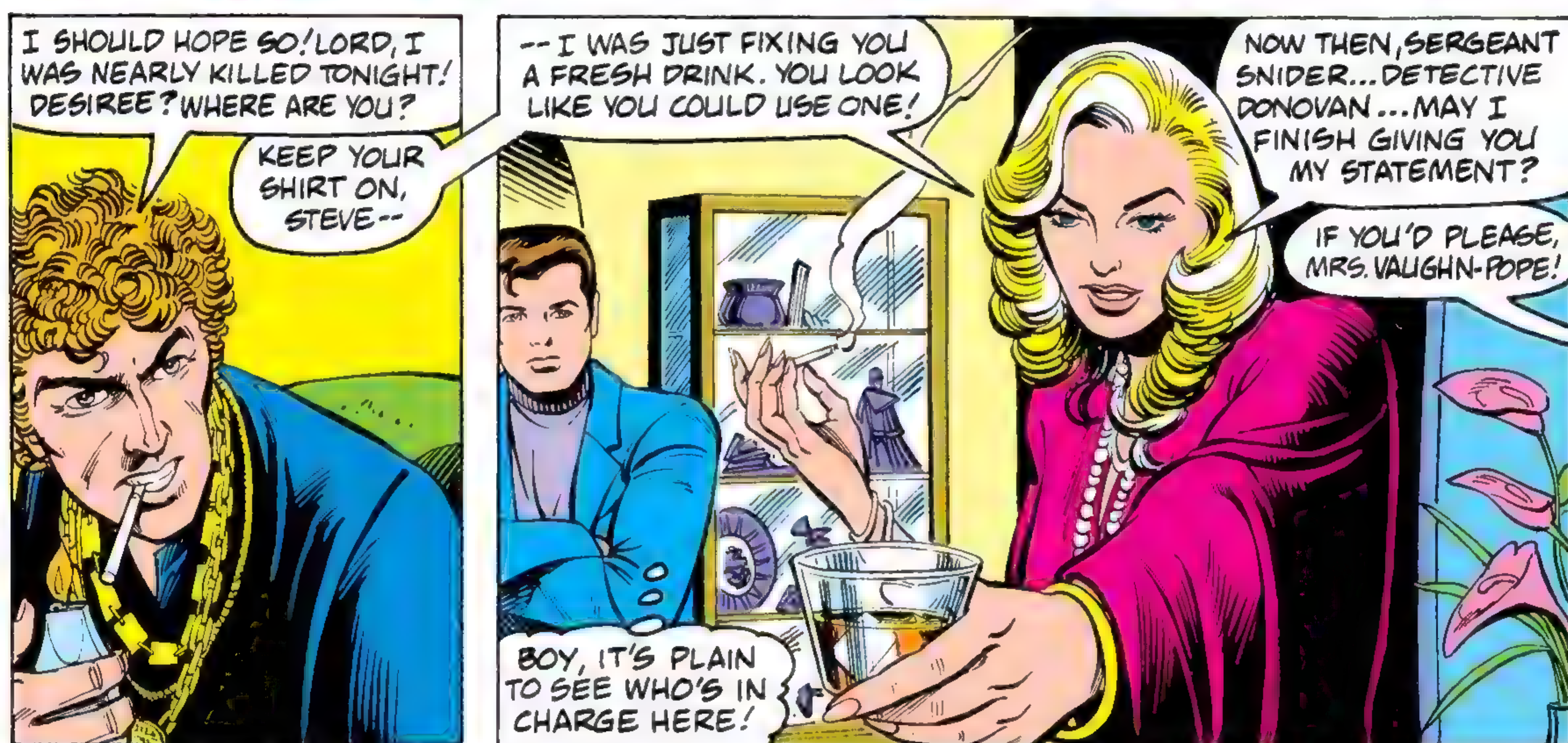
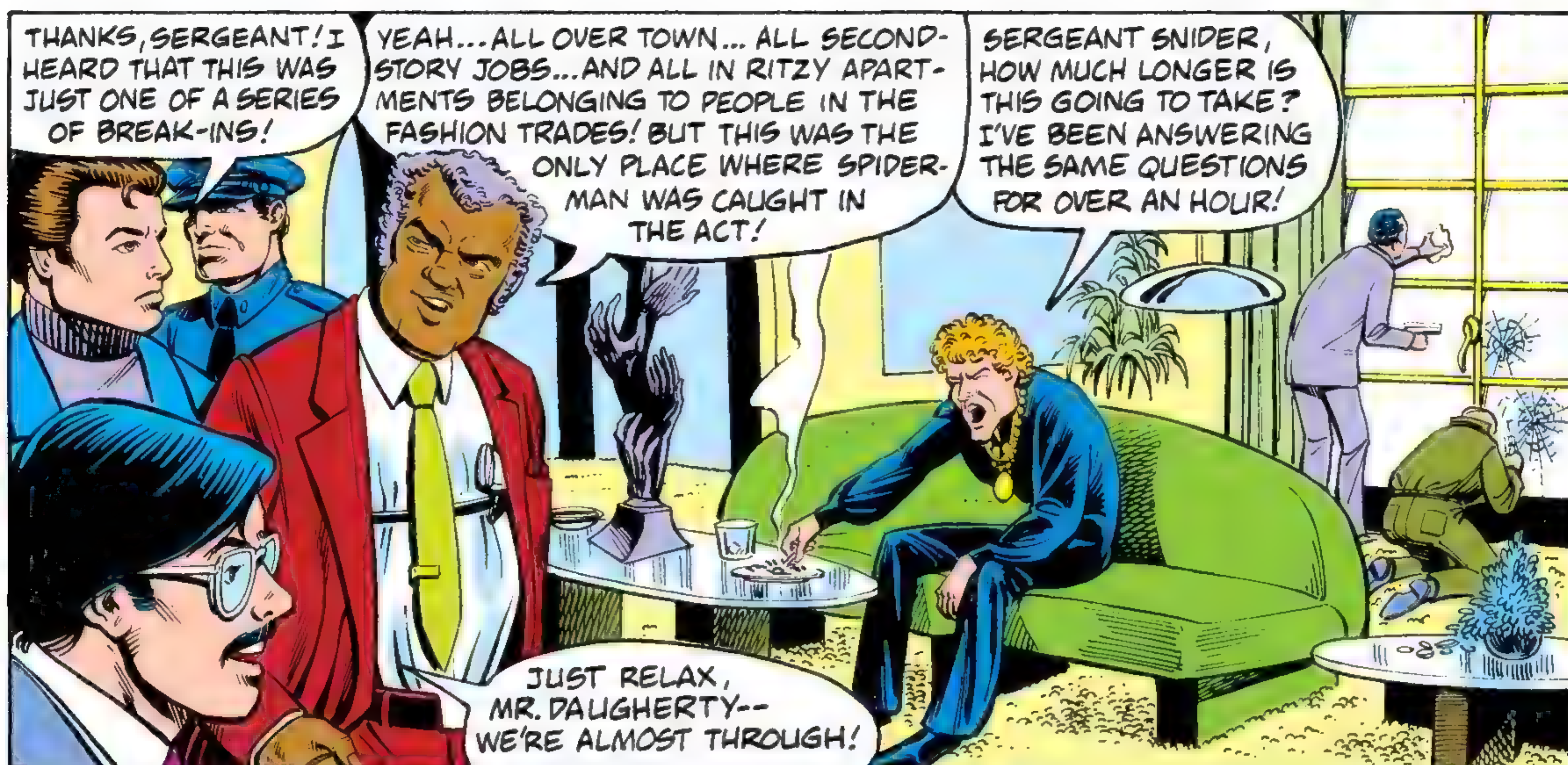
EXCUSE ME, I...

HUH? WHO THE DEVIL ARE YOU? AND HOW DID YOU GET UP HERE? THIS IS A POLICE INVESTIGATION!

OH, HE'S ALL RIGHT, SARGE! THAT'S... **PARKER**, ISN'T IT? HE WORKS FOR THE **GLOBE**!

WELL... IF DONOVAN SAYS YOU'RE ALL RIGHT, I GUESS IT WON'T HURT ANYTHING!



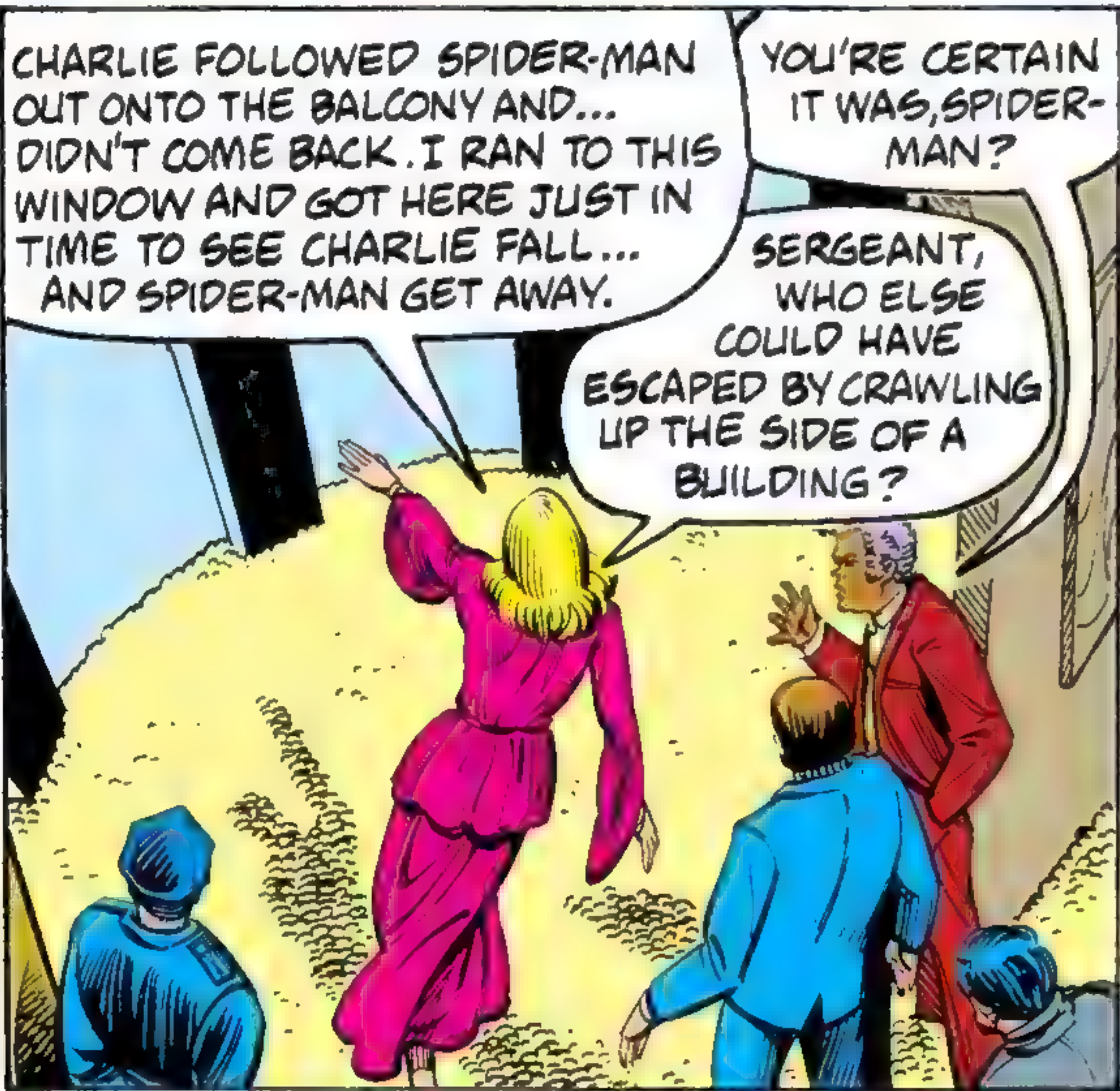






CHARLIE USED TO BE A COP-- IN PHILLY, I THINK--BEFORE THEY KICKED HIM OFF THE FORCE. ANYWAY, HE WAS A CRACK SHOT, AND HE RARELY MISSED. TONIGHT WAS ONE OF THOSE RARE OCCASIONS, I GUESS.

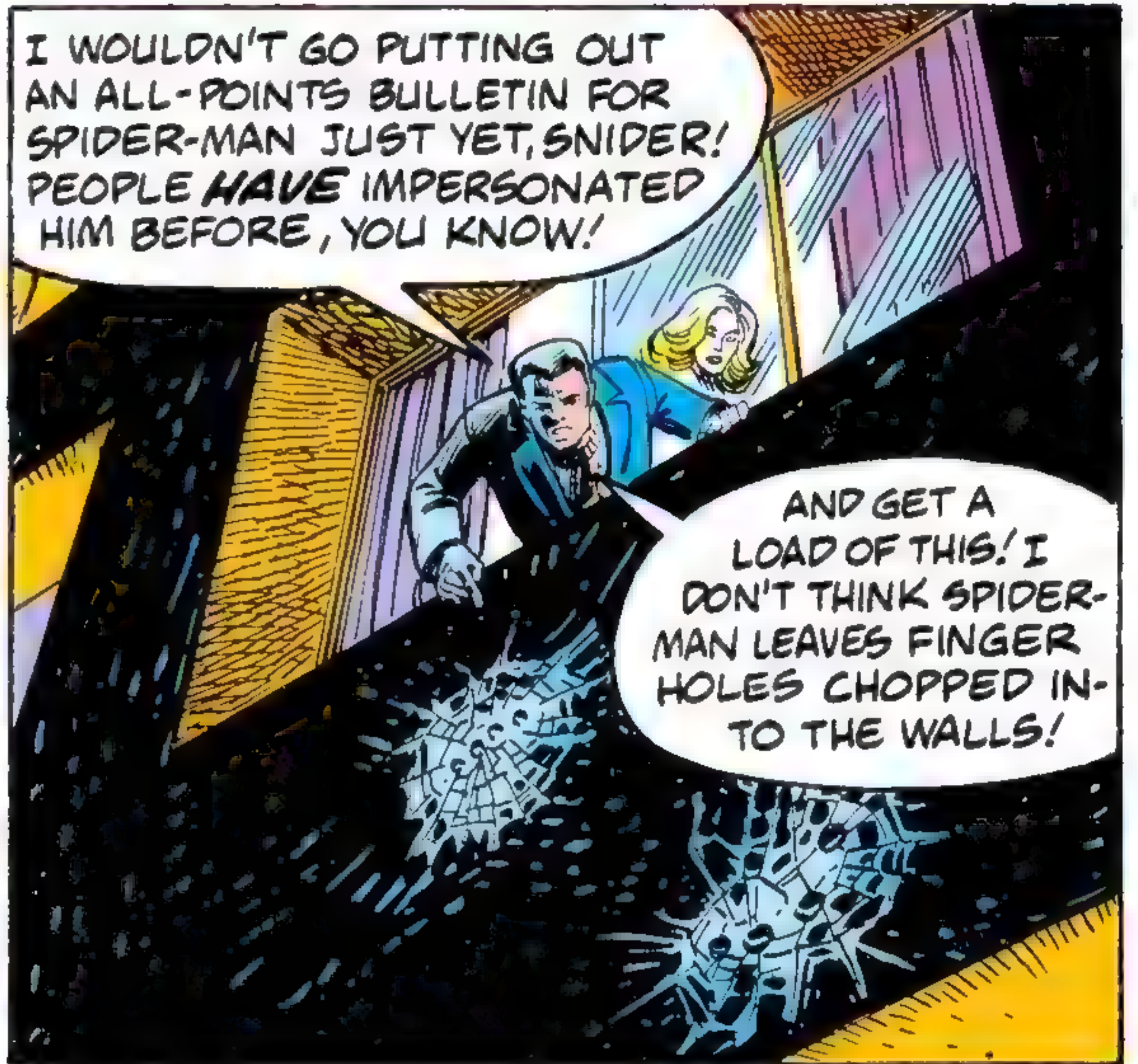
"I REMEMBER BEING SO SURPRISED AT HOW FAST SPIDER-MAN MOVED! BUT THEN, **EVERYTHING** HAPPENED SO FAST!"



CHARLIE FOLLOWED SPIDER-MAN OUT ONTO THE BALCONY AND... DIDN'T COME BACK. I RAN TO THIS WINDOW AND GOT HERE JUST IN TIME TO SEE CHARLIE FALL... AND SPIDER-MAN GET AWAY.

YOU'RE CERTAIN IT WAS, SPIDER-MAN?

SERGEANT, WHO ELSE COULD HAVE ESCAPED BY CRAWLING UP THE SIDE OF A BUILDING?



I WOULDN'T GO PUTTING OUT AN ALL-POINTS BULLETIN FOR SPIDER-MAN JUST YET, SNIDER! PEOPLE **HAVE** IMPERSONATED HIM BEFORE, YOU KNOW!

AND GET A LOAD OF THIS! I DON'T THINK SPIDER-MAN LEAVES FINGER HOLES CHOPPED IN-TO THE WALLS!



'SCUSE ME, SARGE! BEFORE YOU LOOK AT THE WALL, CHECK THIS OUT! WE DUG THIS STEEL FLECHETTE OUT OF THE BALCONY--EVIDENTALLY, IT WAS FIRED AT THE BODYGUARD!

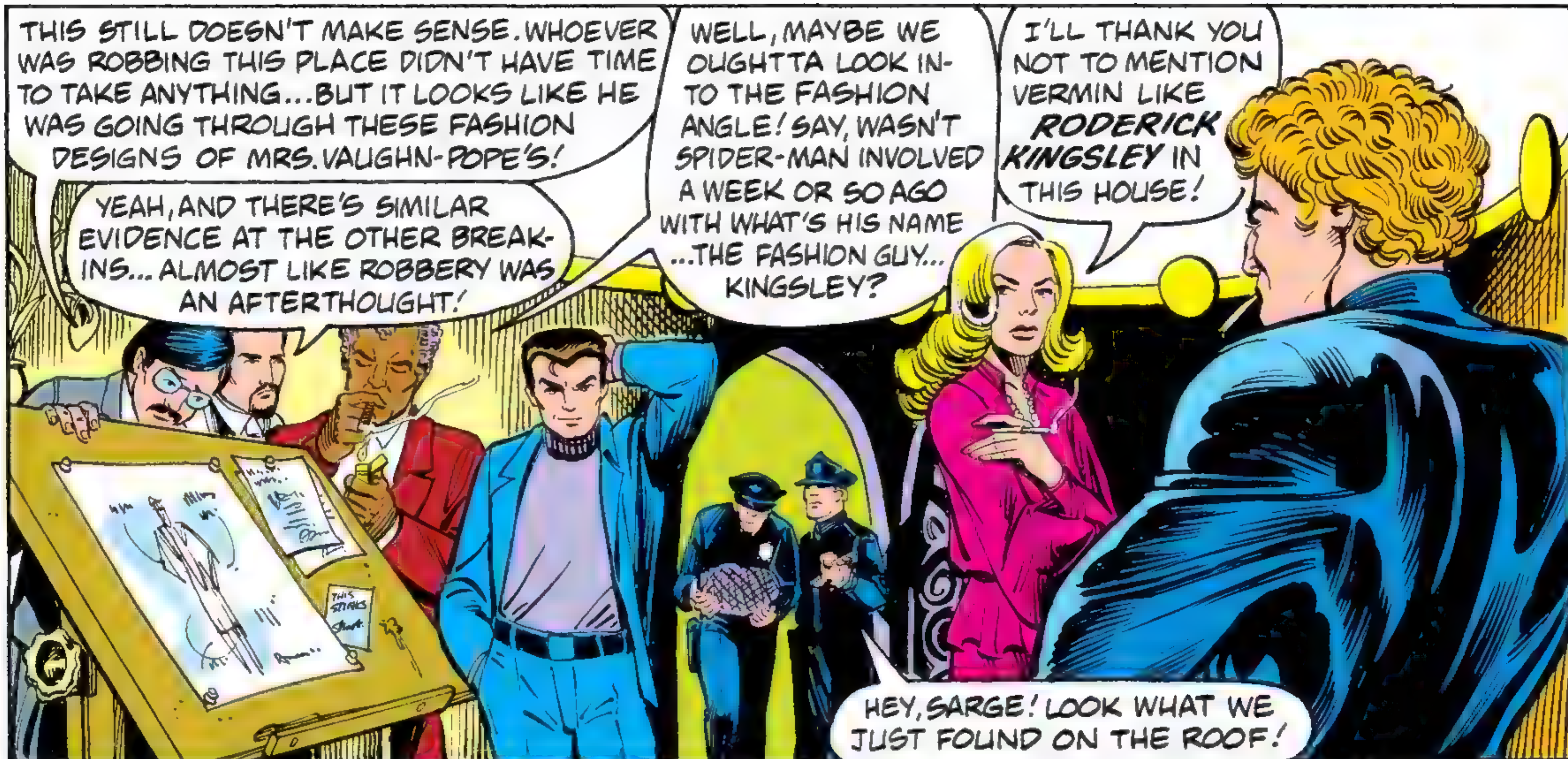
WHAT ?!

THERE YOU GO, SNIDER! SINCE WHEN HAS SPIDER-MAN FIRED ANYTHING BESIDES WEBBING... AT ANYBODY?!

EE-YEAH! IT'S STARTING TO LOOK LIKE SOMEBODY WANTS US TO **THINK** SPIDER-MAN'S BEHIND THIS... BUT WHO?

I HAVE A PRETTY GOOD IDEA WHO!







"-- HIS ADDRESS WAS LISTED CORRECTLY IN THE PHONE BOOK!"

HLINH? WHAT'S WITH THE FLASHIN' RED LIGHT?



FUNNY! I DON'T SEE ANY POLICE OR FIRE TRUCKS ... BUT WHO ELSE COULD IT BE?



I'M GLAD YOU WERE HOME, BROWN! WE HAVE A LOT OF CATCHING UP TO DO!

HEY!



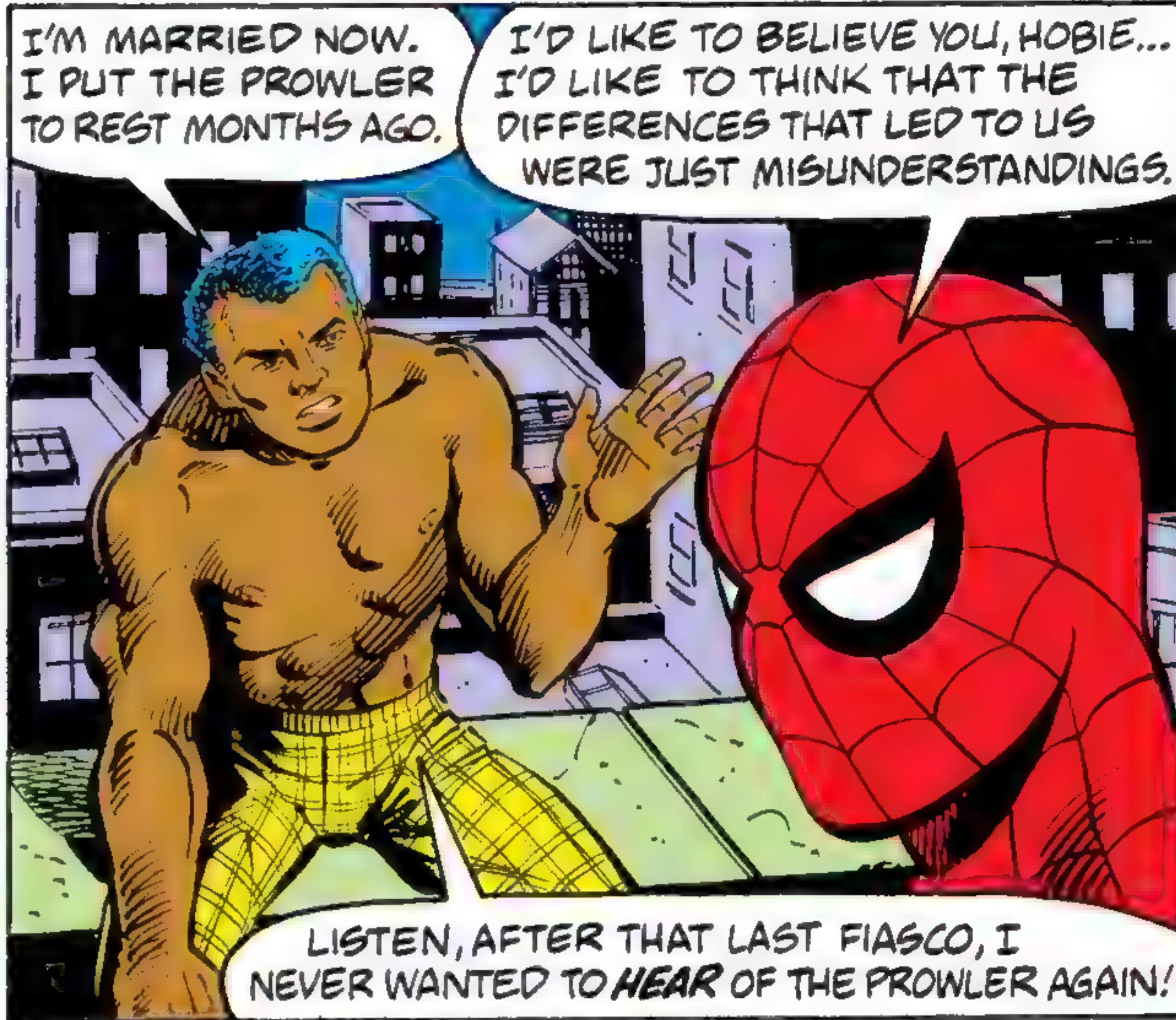
NOW, I WANT SOME ANSWERS, AND I WANT THEM STRAIGHT! I WAS FRAMED FOR A MURDER TONIGHT... AND THE FRAME HAD ALL THE MARKINGS OF A **PROWLER** JOB!

THE PROWLER?! HEY, NO WAY, MAN!



I'M MARRIED NOW. I PUT THE PROWLER TO REST MONTHS AGO.

I'D LIKE TO BELIEVE YOU, HOBBIE... I'D LIKE TO THINK THAT THE DIFFERENCES THAT LED TO US WERE JUST MISUNDERSTANDINGS.



LISTEN, AFTER THAT LAST FIASCO, I NEVER WANTED TO **HEAR** OF THE PROWLER AGAIN!

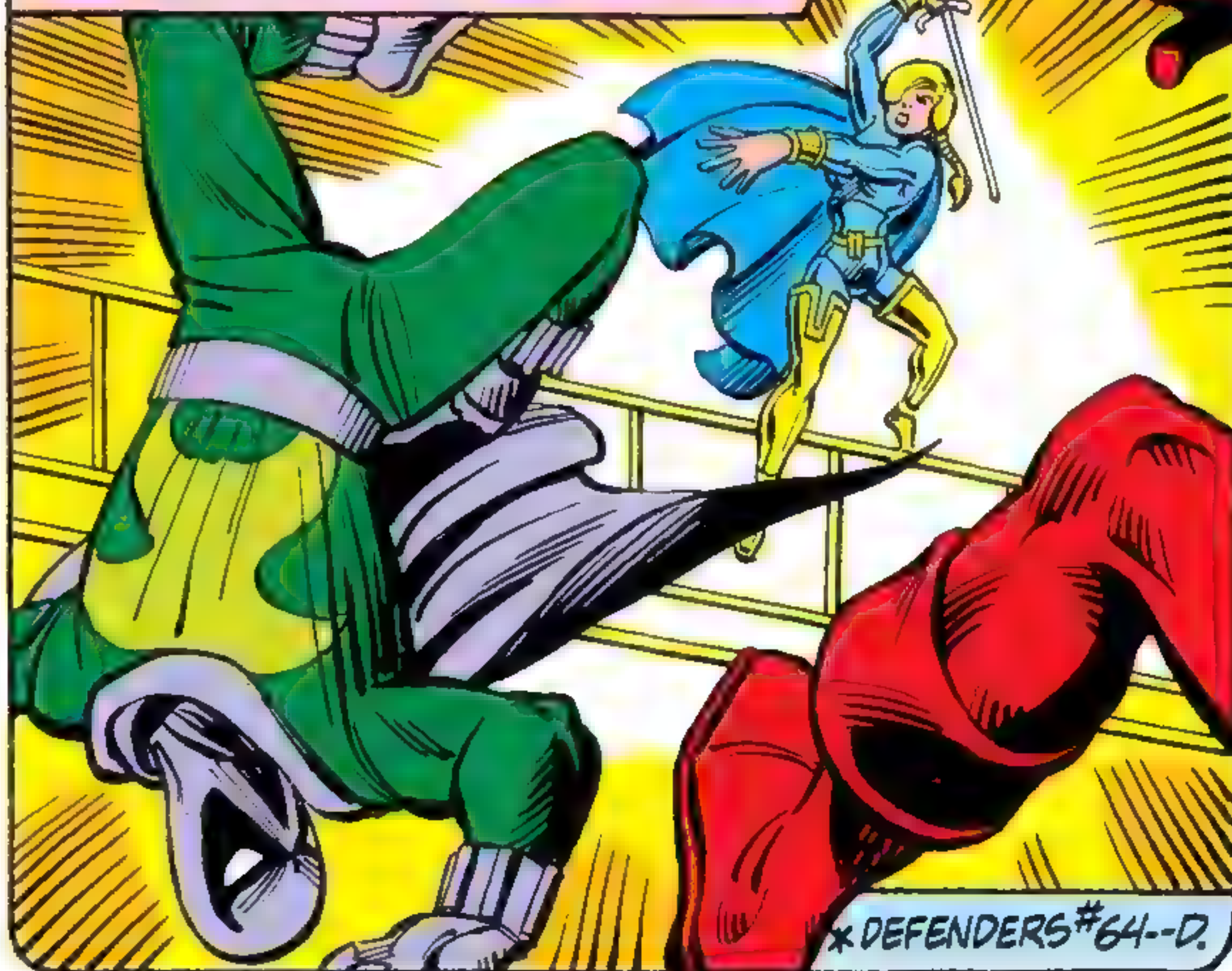
"YOU MUSTA SEEN THAT SPECIAL THEY RAN ON THE LOCAL TV STATIONS... THE ONE ABOUT THE **DEFENDERS**!"

"WELL, I THOUGHT THAT JOININ' THEM WOULD ESTABLISH ME AS A REAL SUPERDUDE. ONLY PROBLEM WAS, A LOT OF OTHER FOLKS SHOWED UP, TOO.



"WE ALL SHOULD'VE KNOWN BETTER.

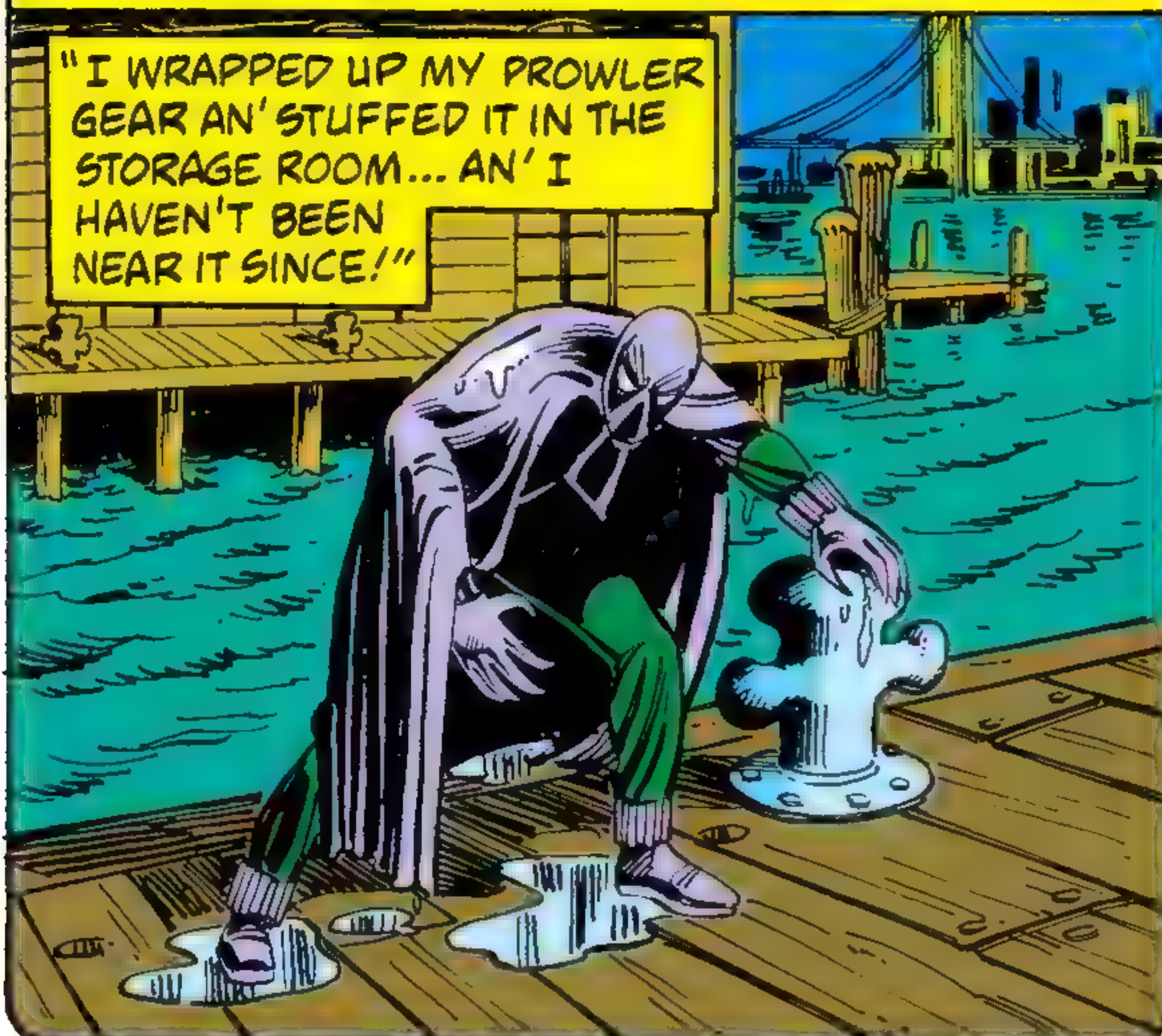
"I MEAN, I'M STILL TRYIN' TO LIVE IT DOWN! AN' MY PART IN THE MESS ENDED PRETTY FAST-- I WAS TOSSED INTO THE HARBOR BY THE **VALKYRIE**! SHE WAS GOING CRAZY OR SOMETHIN'! \*



\*DEFENDERS#64-D.

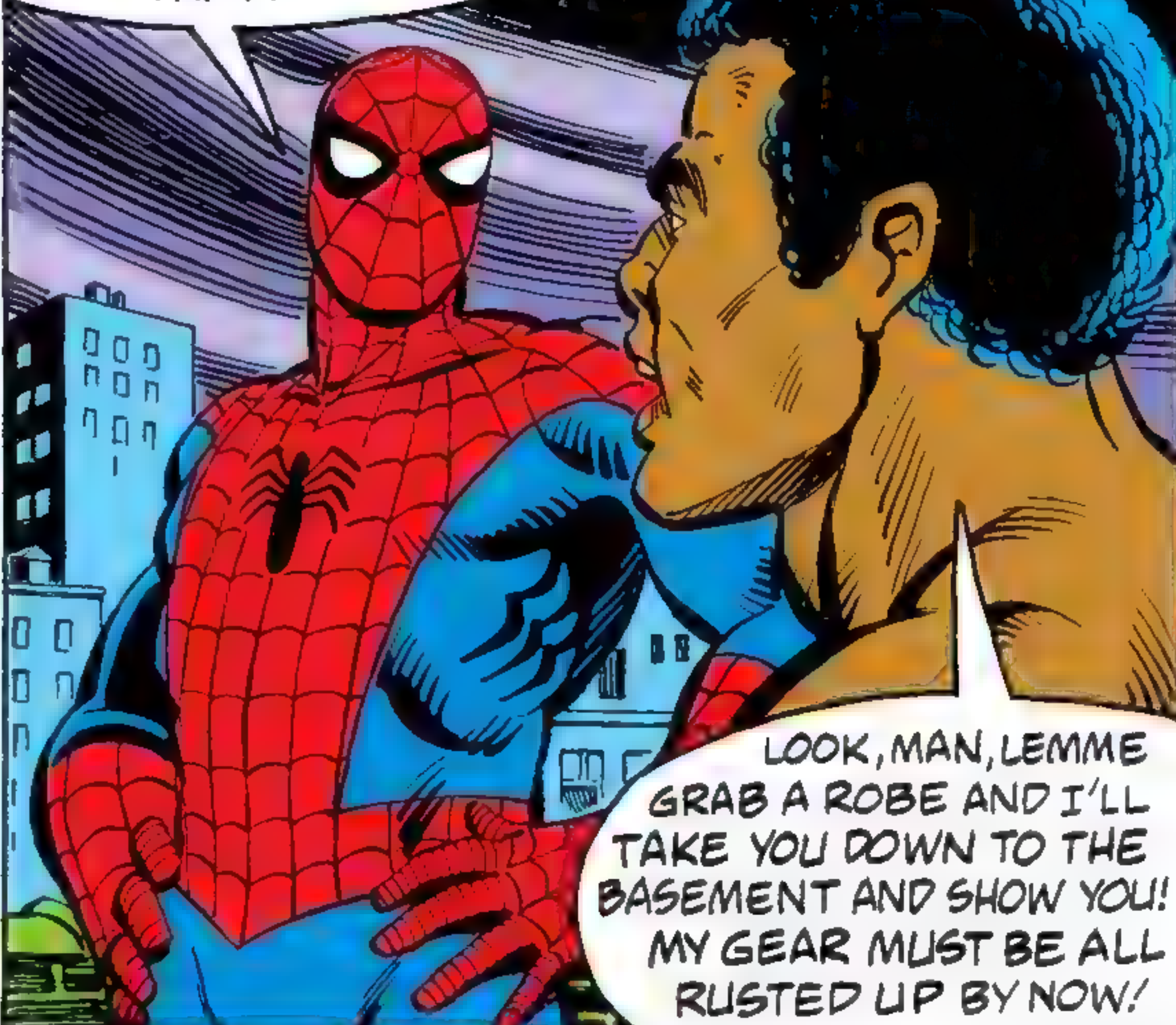


"ANYWAY, ONCE I'D PULLED MYSELF UP ON DRY LAND, I DECIDED RIGHT THEN AND THERE TO HANG IT UP!"



"I WRAPPED UP MY PROWLER GEAR AN' STUFFED IT IN THE STORAGE ROOM... AN' I HAVEN'T BEEN NEAR IT SINCE!"

LIKE I SAID, HOBIE-- I'D LIKE TO BELIEVE THAT!

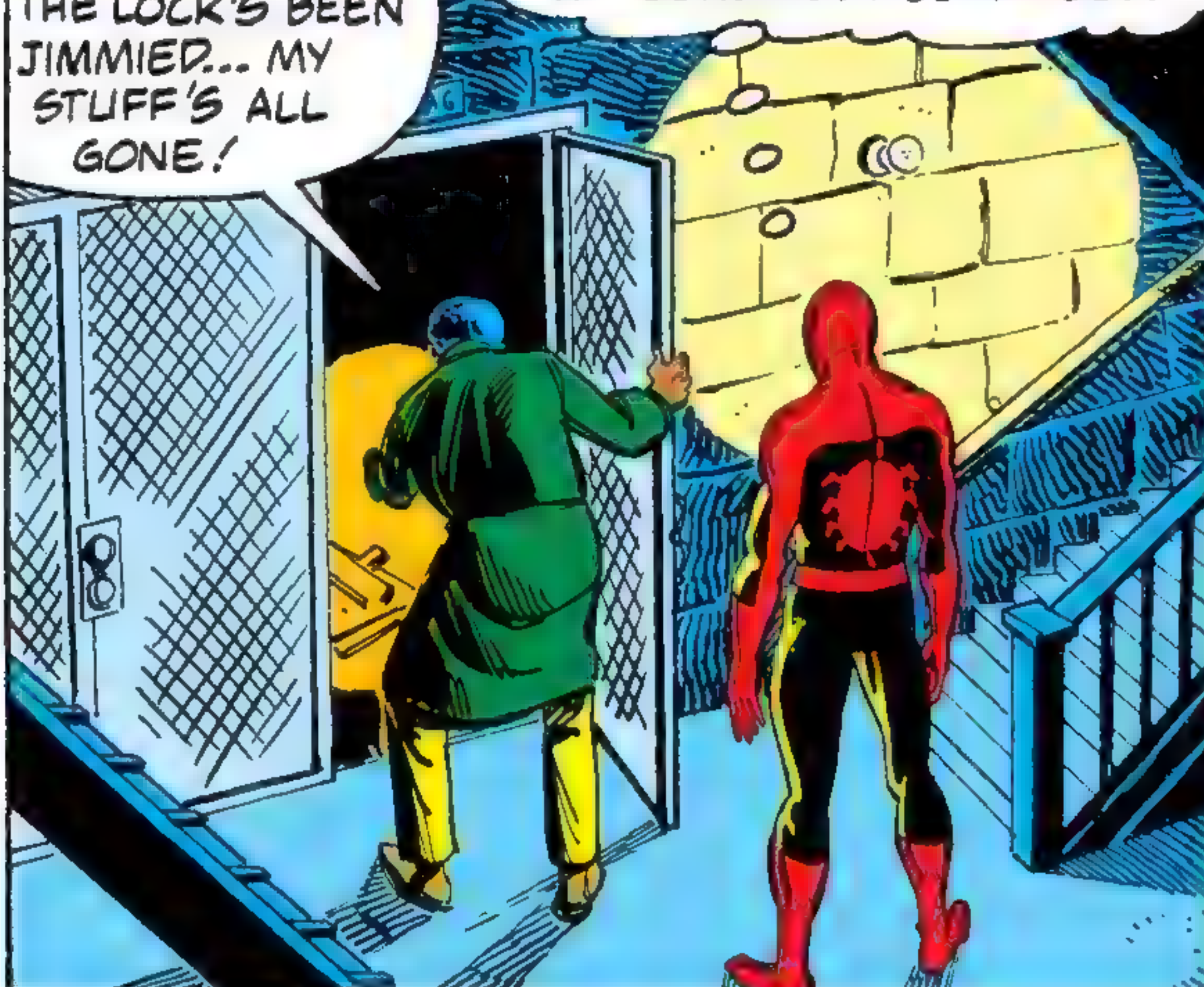


LOOK, MAN, LEMME GRAB A ROBE AND I'LL TAKE YOU DOWN TO THE BASEMENT AND SHOW YOU! MY GEAR MUST BE ALL RUSTED UP BY NOW!

BUT SHORTLY...

WHAT THE--? THE LOCK'S BEEN JIMMIED... MY STUFF'S ALL GONE!

THIS COULD BE AN ACT, BUT I DON'T THINK SO! HOBIE IS TOO GENUINELY SURPRISED!



EVERYTHING-- THEY TOOK EVERYTHING! MY TOOLS, MY SCHEMATICS, THE WHOLE SCHMEAR! AND THAT MEANS WHOEVER TOOK IT IS USIN' IT!



WE GOTTA STOP HIM!

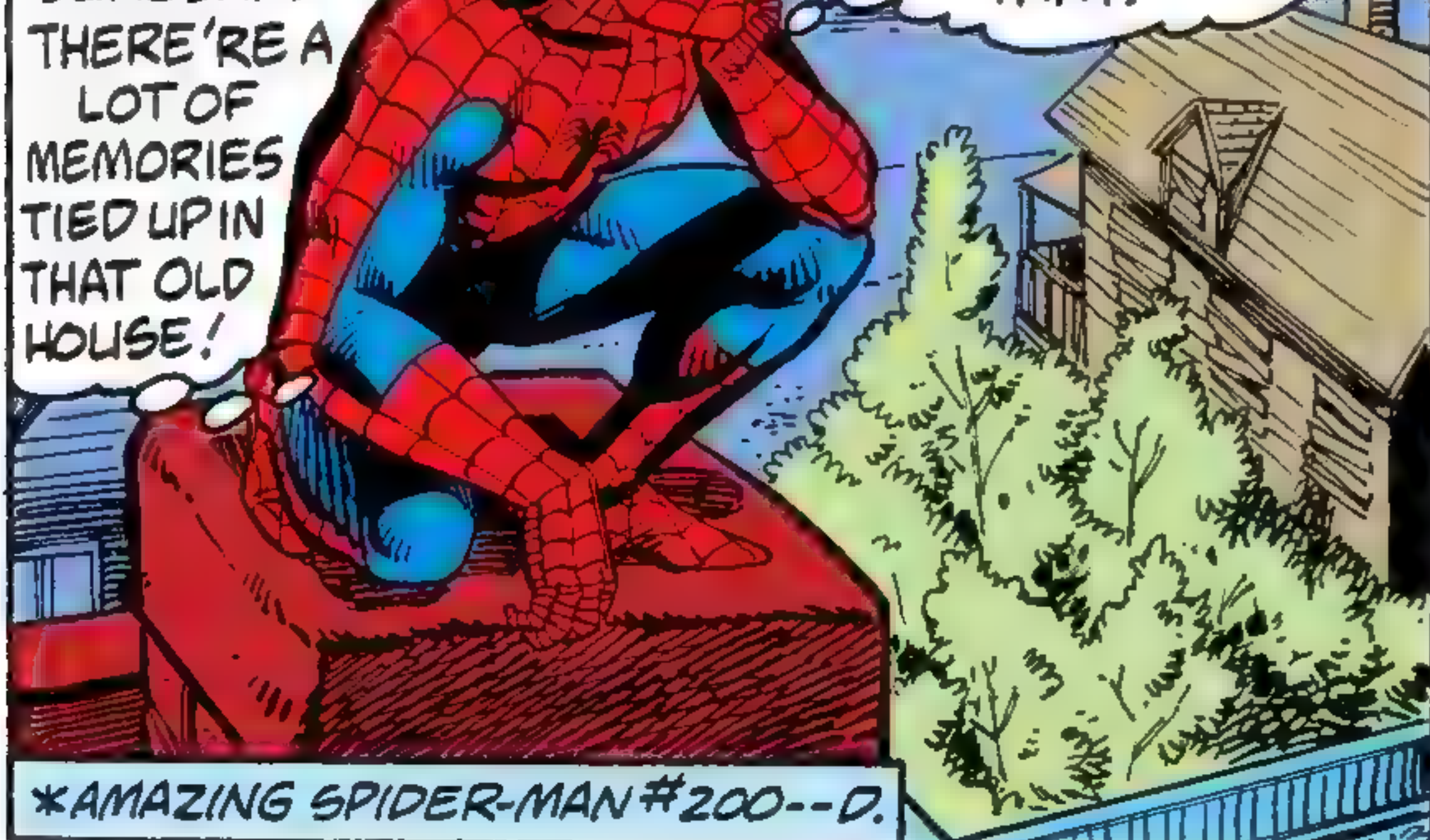
NO, NOT WE... **ME!** YOU WANTED TO GIVE THIS UP, REMEMBER?

I'LL FIND THIS NEW PROWLER. AFTER ALL, I HAVE MORE AT STAKE!

LEAVING THE GRUMBLING HOBIE BROWN BEHIND, SPIDER-MAN SWINGS OFF ACROSS QUEENS... EVENTUALLY COMING TO THE SECTION KNOWN AS FOREST HILLS!

GEE... THE OLD HOMESTEAD! I HAVEN'T BEEN BACK HERE SINCE THAT MESS WITH THE BURGLAR! \* THERE'RE A LOT OF MEMORIES TIED UP IN THAT OLD HOUSE!

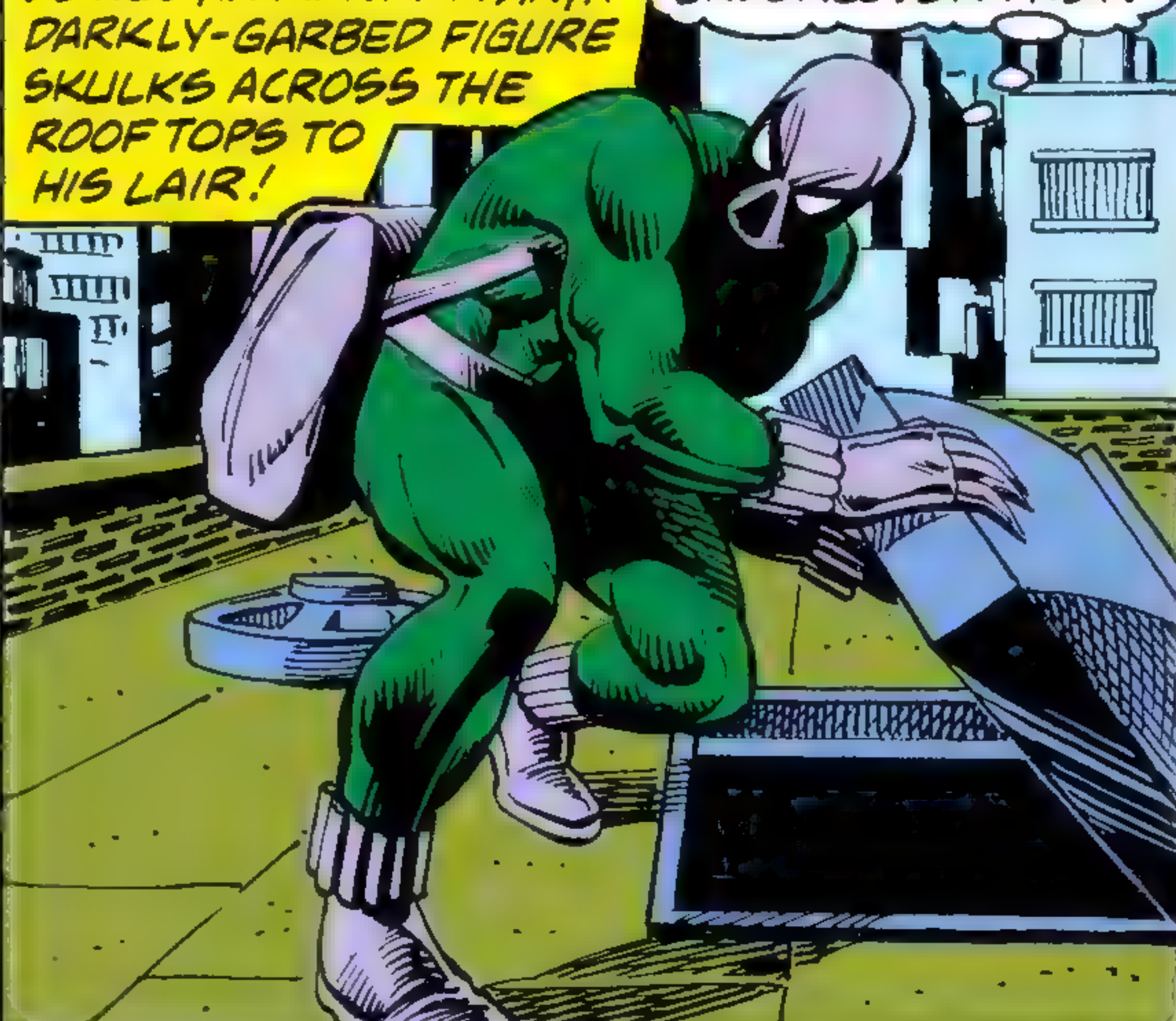
DARN! I JUST REALIZED ... IT'S BEEN WEEKS SINCE I VISITED AUNT MAY! I HAVE TO DO SOMETHING ABOUT THAT!



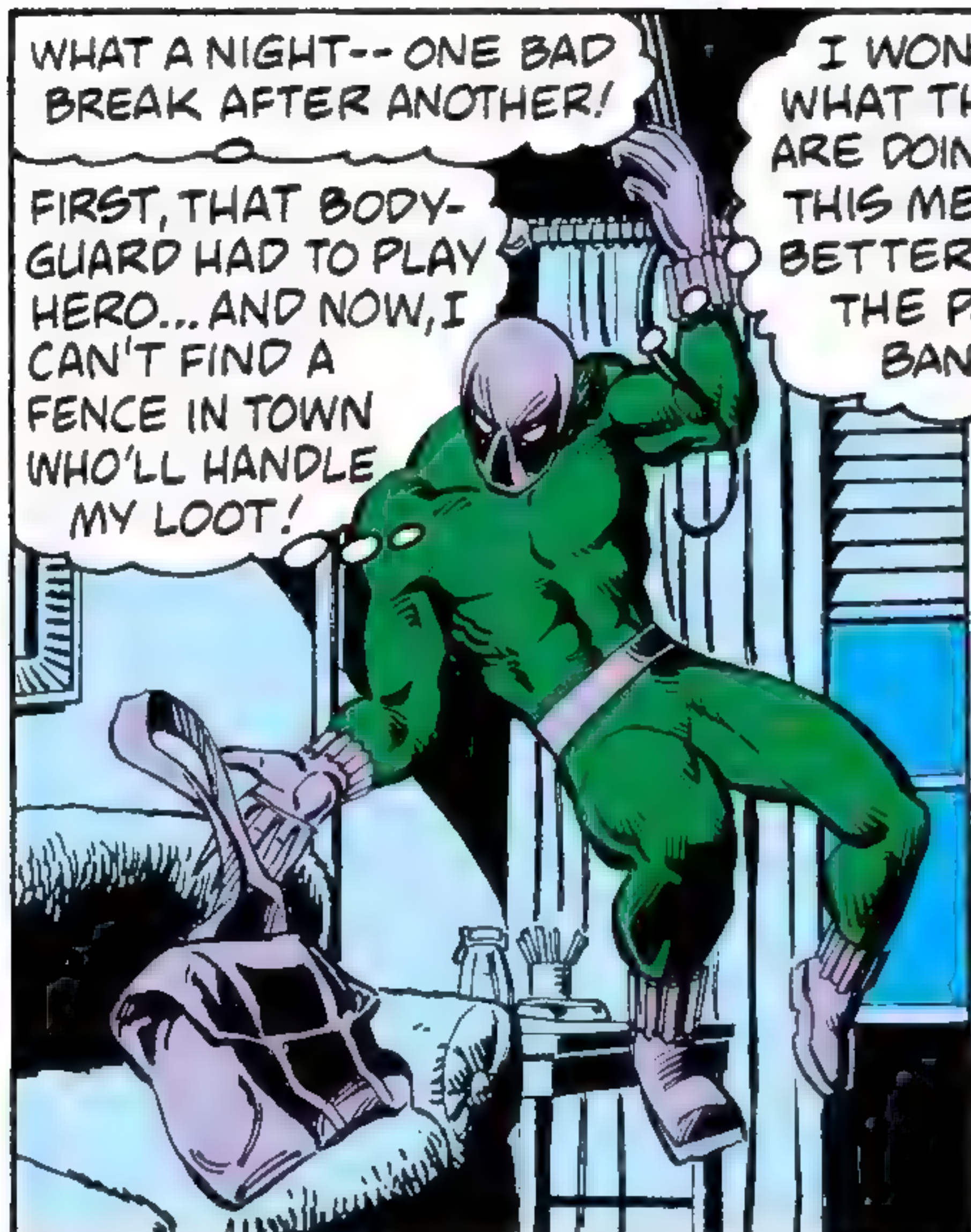
\*AMAZING SPIDER-MAN #200--D.

AND, EVEN AS SPIDER-MAN CONTEMPLATES HIS FAMILY DUTIES, IN MANHATTAN, A DARKLY-GARBED FIGURE SKULKS ACROSS THE ROOF TOPS TO HIS LAIR!

NO ONE'S AROUND. I'D BETTER GET UNDERCOVER FAST!



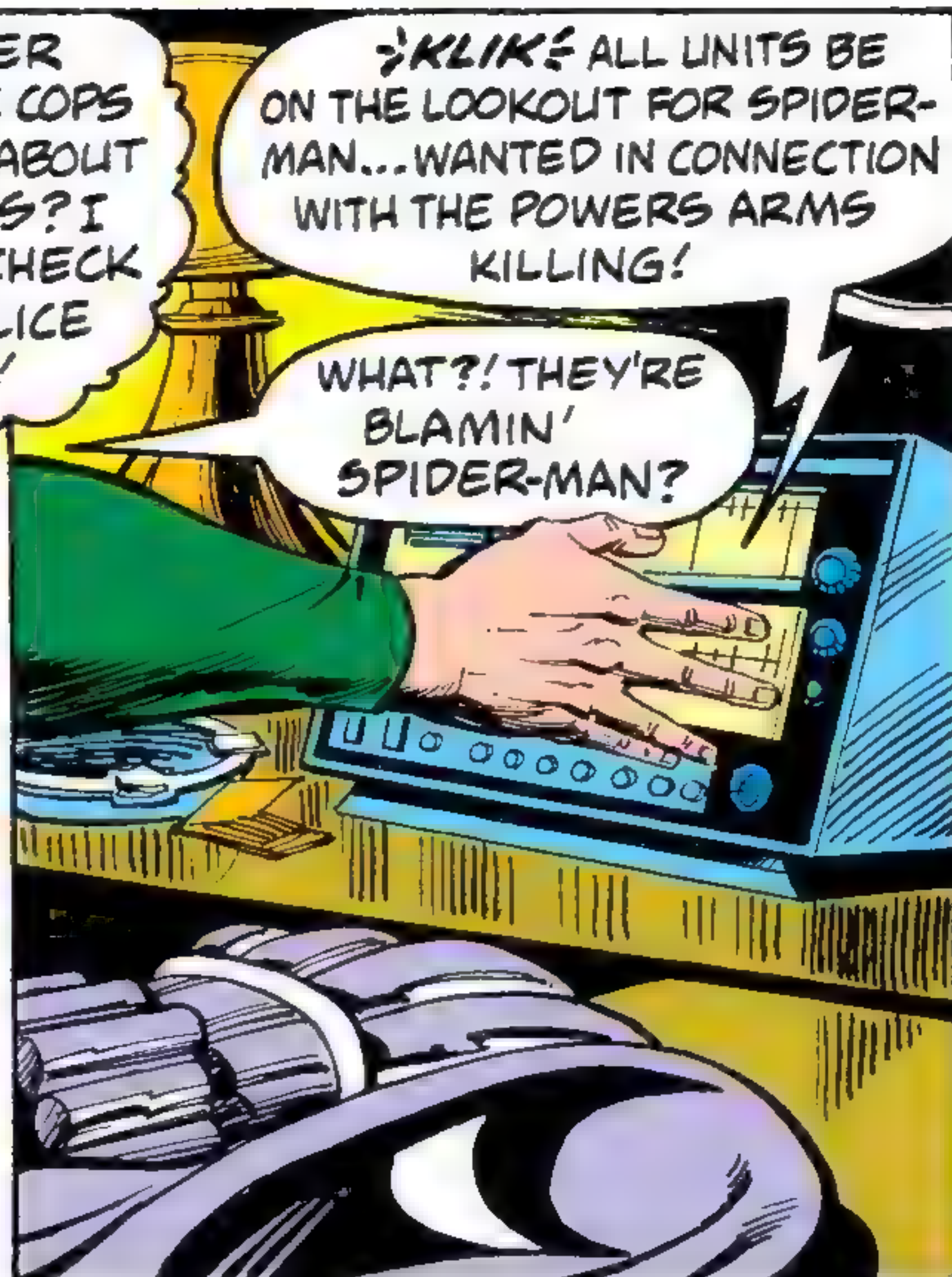




WHAT A NIGHT-- ONE BAD BREAK AFTER ANOTHER!

FIRST, THAT BODY-GUARD HAD TO PLAY HERO... AND NOW, I CAN'T FIND A FENCE IN TOWN WHO'LL HANDLE MY LOOT!

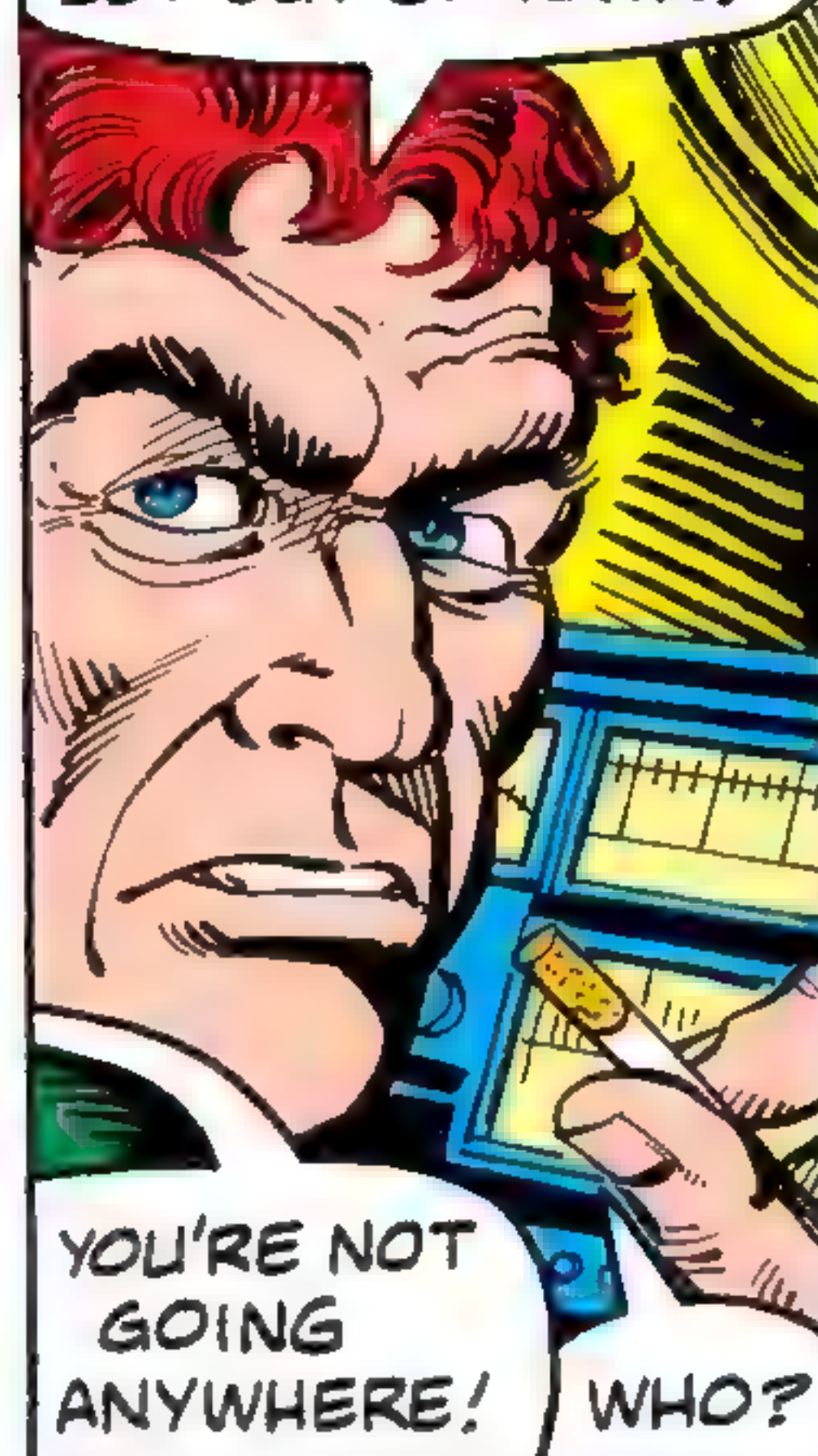
I WONDER WHAT THE COPS ARE DOIN' ABOUT THIS MESS? I BETTER CHECK THE POLICE BAND!



**KLICK!** ALL UNITS BE ON THE LOOKOUT FOR SPIDER-MAN... WANTED IN CONNECTION WITH THE POWERS ARMS KILLING!

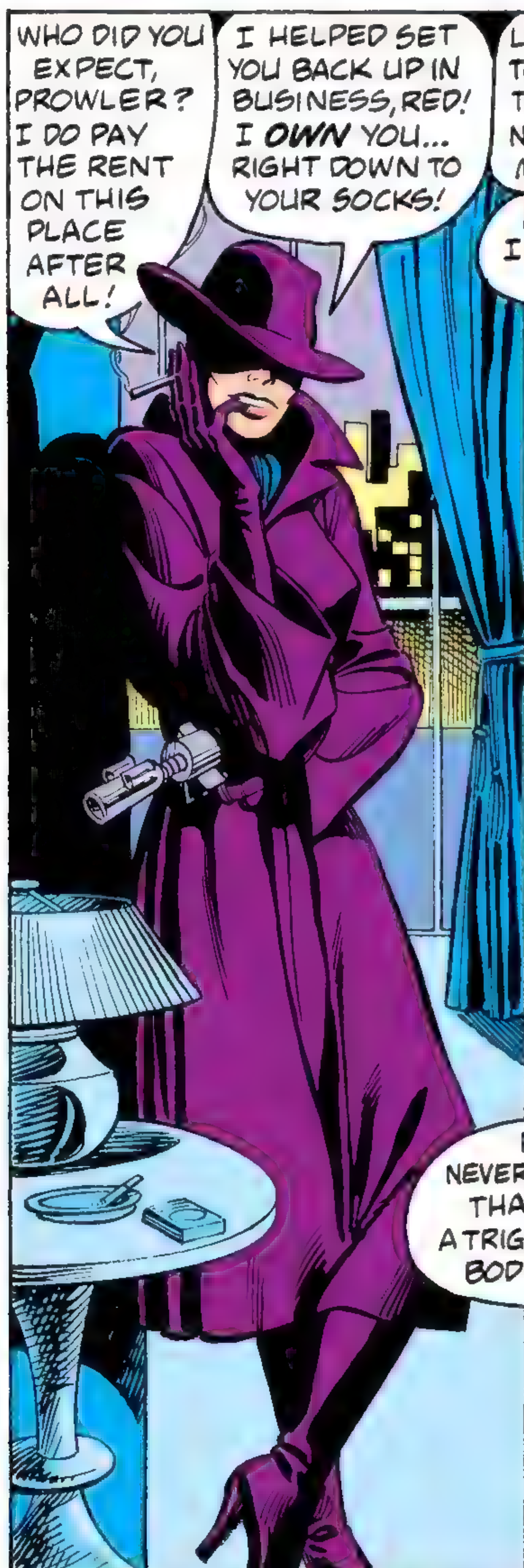
WHAT?! THEY'RE BLAMIN' SPIDER-MAN?

THAT'S BAD... BAD! IF I KNOW HIM, HE'LL BE LOOKIN' FOR ME! I GOTTA GET OUT OF TOWN!



YOU'RE NOT GOING ANYWHERE!

WHO?



WHO DID YOU EXPECT, PROWLER? I DO PAY THE RENT ON THIS PLACE AFTER ALL!

I HELPED SET YOU BACK UP IN BUSINESS, RED! I **OWN** YOU... RIGHT DOWN TO YOUR SOCKS!

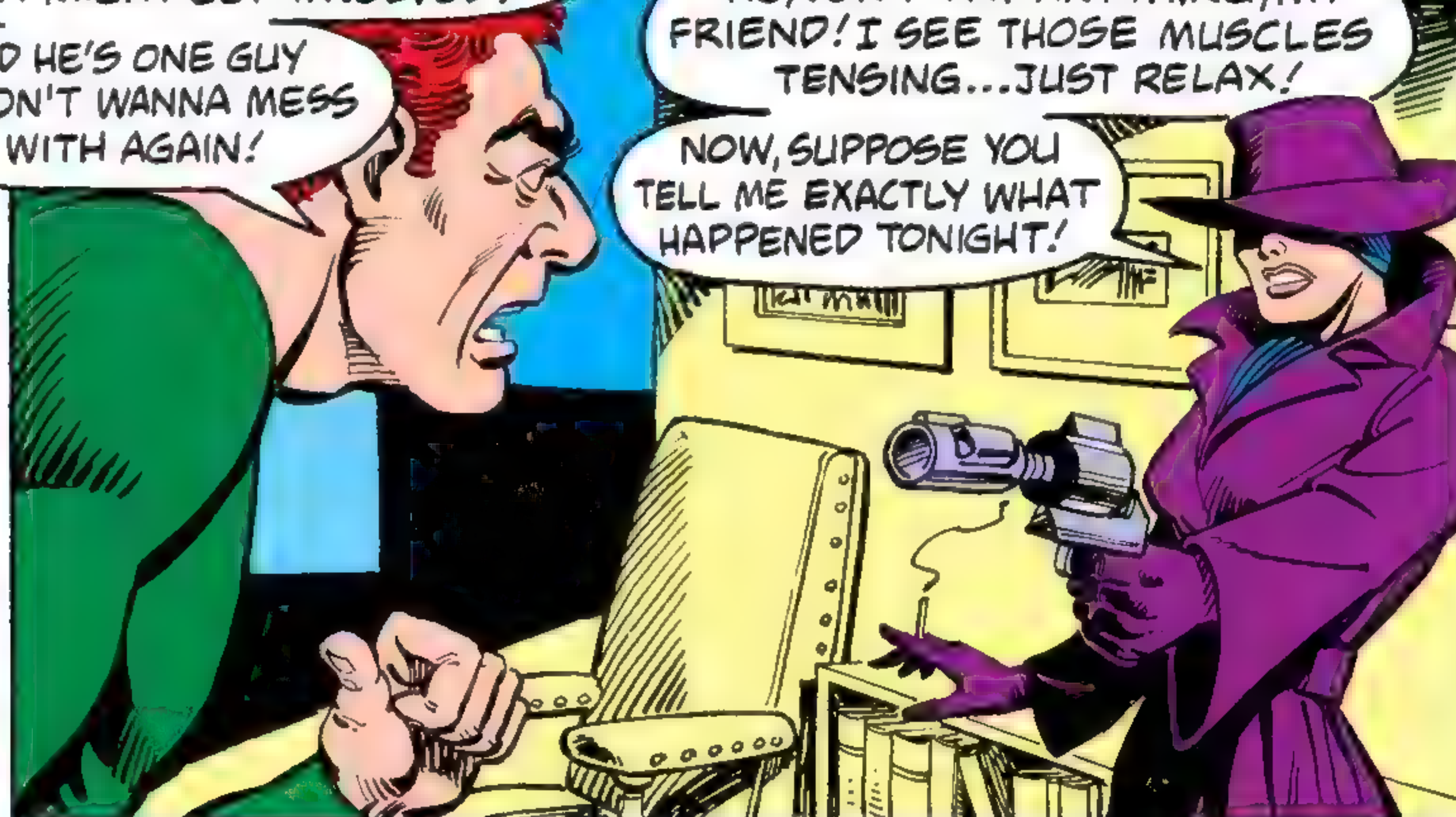
LOOK, BELLADONNA, I AGREED TO PULL THE JOBS YOU WANTED-- THE **WAY** YOU WANTED-- BUT YOU NEVER MENTIONED THAT SPIDER-MAN MIGHT GET INVOLVED!

AND HE'S ONE GUY I DON'T WANNA MESS WITH AGAIN!

I MUST ADMIT THAT THE SPIDER-MAN ANGLE WAS UNEXPECTED... BUT I THINK WE CAN USE IT TO GOOD ADVANTAGE!

NO, DON'T TRY ANYTHING, MY FRIEND! I SEE THOSE MUSCLES TENSING... JUST RELAX!

NOW, SUPPOSE YOU TELL ME EXACTLY WHAT HAPPENED TONIGHT!



I DID JUST WHAT YOU SAID... KNOCKED OVER A BUNCH OF FASHION DESIGNERS' HOMES, THEN WENT TO THE VAUGHN-POPE DAME'S PLACE AND WAITED FOR HER TO COME HOME!

BUT YOU NEVER MENTIONED THAT SHE HAD A TRIGGER-HAPPY BODYGUARD!



"ANYWAY, I SPLIT OUT ONTO THE BALCONY WHEN THE LEAD STARTED TO FLY. I WOULD'VE GOTTEN AWAY, TOO..."

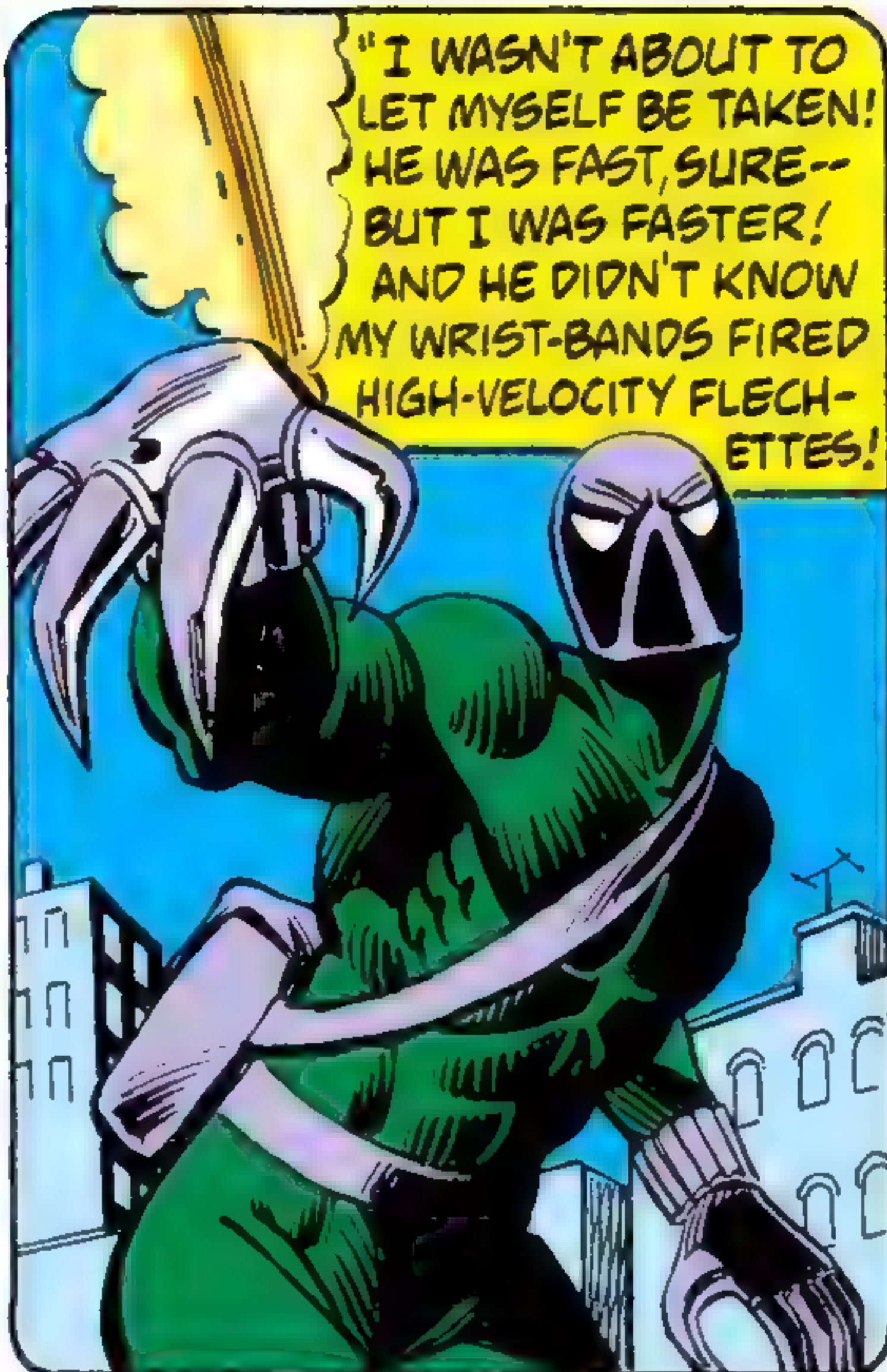






...BUT THE IDIOT FOLLOWED ME! HE HAD THE DROP ON ME GOOD!

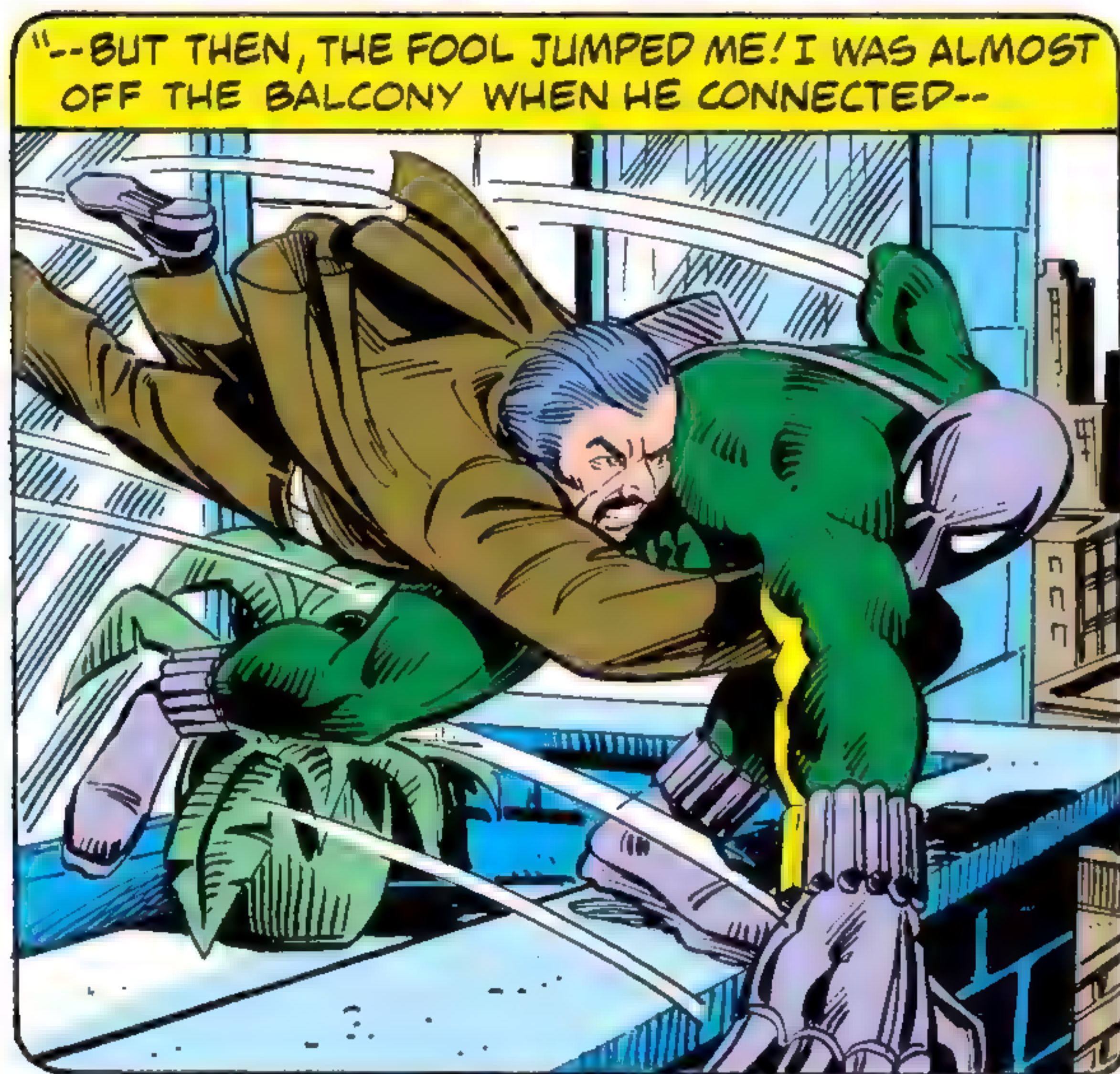
HOLD IT, PALLY! ONE MOVE, AND YOU'RE A DEAD MAN!



"I WASN'T ABOUT TO LET MYSELF BE TAKEN! HE WAS FAST, SURE-- BUT I WAS FASTER! AND HE DIDN'T KNOW MY WRIST-BANDS FIRED HIGH-VELOCITY FLECH-ETTES!"



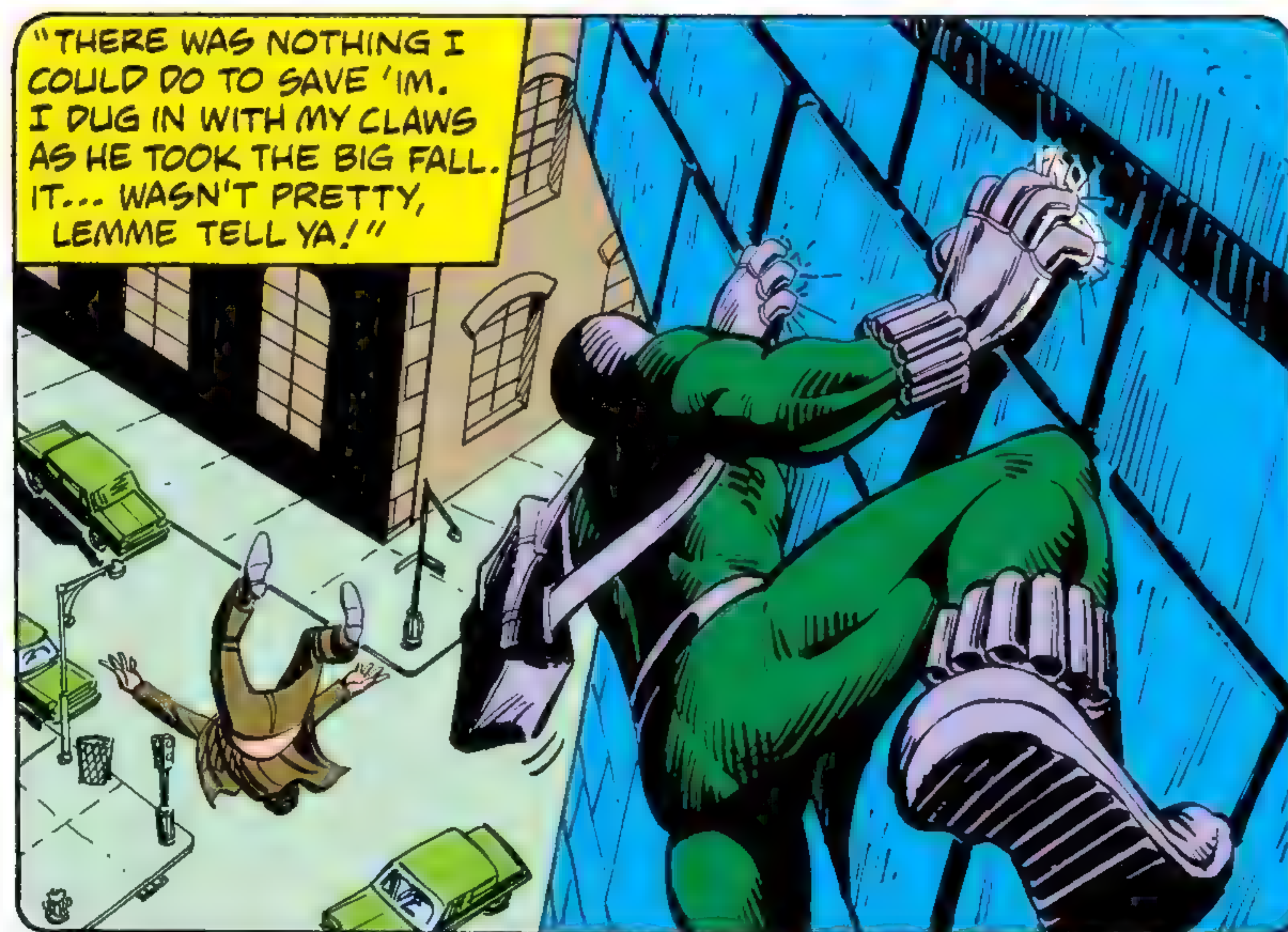
"I SHOT THE HEATER RIGHT OUTTA HIS HAND. I FIGURED THAT WOULD END IT RIGHT THERE--"



"--BUT THEN, THE FOOL JUMPED ME! I WAS ALMOST OFF THE BALCONY WHEN HE CONNECTED--"



"--AND THE FORCE OF THE IMPACT CARRIED US BOTH OVER THE EDGE!"



"THERE WAS NOTHING I COULD DO TO SAVE 'IM. I DUG IN WITH MY CLAWS AS HE TOOK THE BIG FALL. IT... WASN'T PRETTY, LEMME TELL YA!"



YOU SEEM UPSET BY WHAT HAPPENED.

I'M NO ANGEL, LADY... BUT I NEVER KILLED ANYBODY BEFORE! SURE, IT WAS AN ACCIDENT, BUT THEY'LL STILL CALL IT "MURDER DURING THE COMMISSION OF A FELONY"--

--AND THAT'S FIRST DEGREE! IF I'M CAUGHT, IT'S ALL OVER FOR ME!





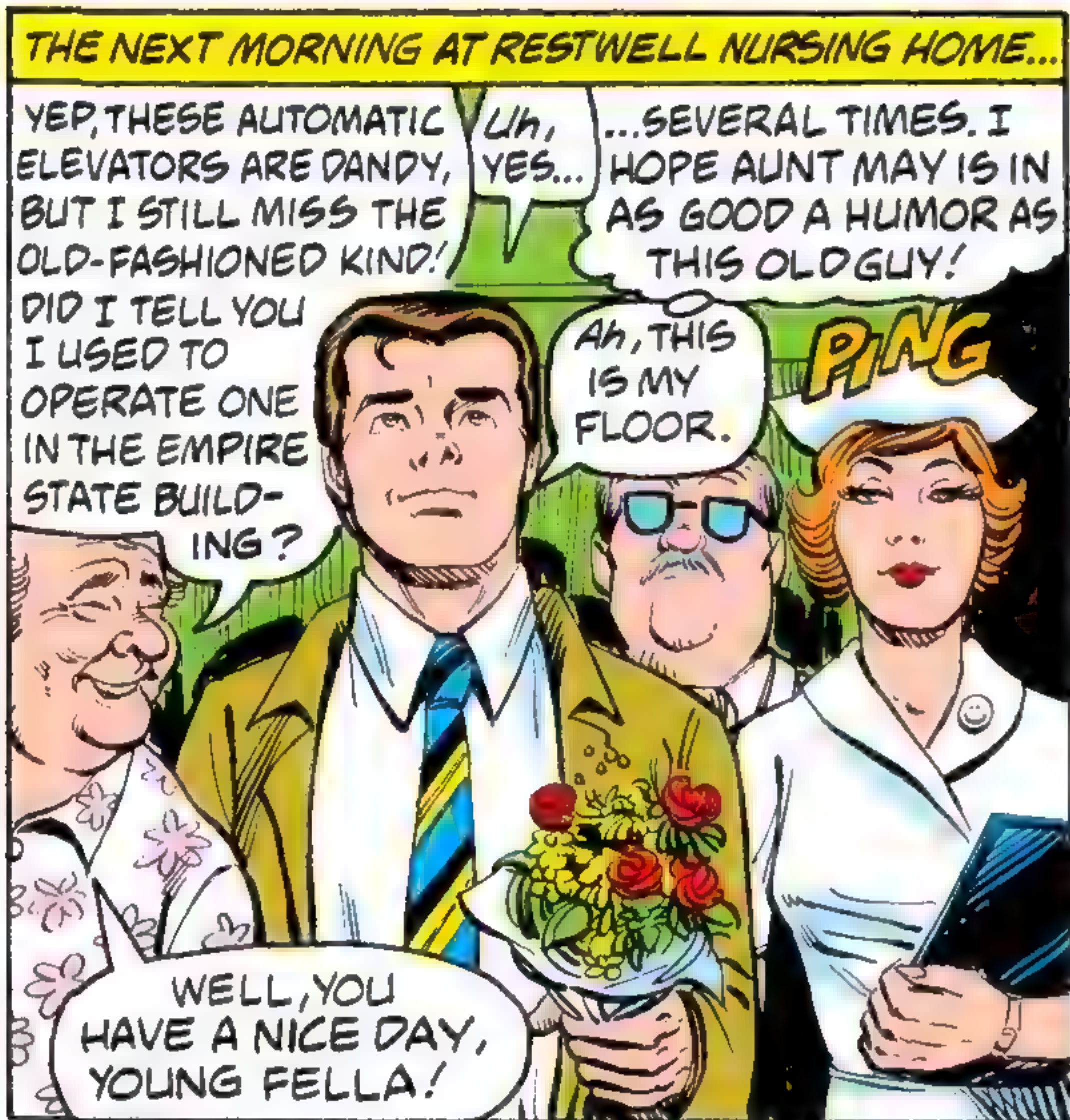
EXACTLY! WHICH IS WHY YOU WILL DO WHAT I SAY! THAT'S THE ONLY WAY YOU'LL KEEP ME FROM TURNING YOU IN!

AND I WOULDN'T TRY RUNNING OUT, IF I WERE YOU! THERE ARE MANY OTHER UNDERLINGS IN MY EMPLOY...AND THEY'LL BE KEEPING TABS ON YOU! DO I MAKE MYSELF CLEAR?



YEAH...REAL CLEAR.

GOOD! HERE, YOU MAY NEED THIS FOR WHAT YOU'RE GOING TO DO...



THE NEXT MORNING AT RESTWELL NURSING HOME...

YEP, THESE AUTOMATIC ELEVATORS ARE DANDY, BUT I STILL MISS THE OLD-FASHIONED KIND! DID I TELL YOU I USED TO OPERATE ONE IN THE EMPIRE STATE BUILDING?

Uh, YES... ..SEVERAL TIMES. I HOPE AUNT MAY IS IN AS GOOD A HUMOR AS THIS OLD GUY!

Ah, THIS IS MY FLOOR.

PING

WELL, YOU HAVE A NICE DAY, YOUNG FELLA!



HELLO, PRETTY LADY! FROM WHAT THEY TELL ME AT THE DESK, YOU'VE BECOME THE GLAMOR GAL OF THE SOLARIUM!

WHY, PETER! I DIDN'T KNOW YOU WERE COMING FOR A VISIT!

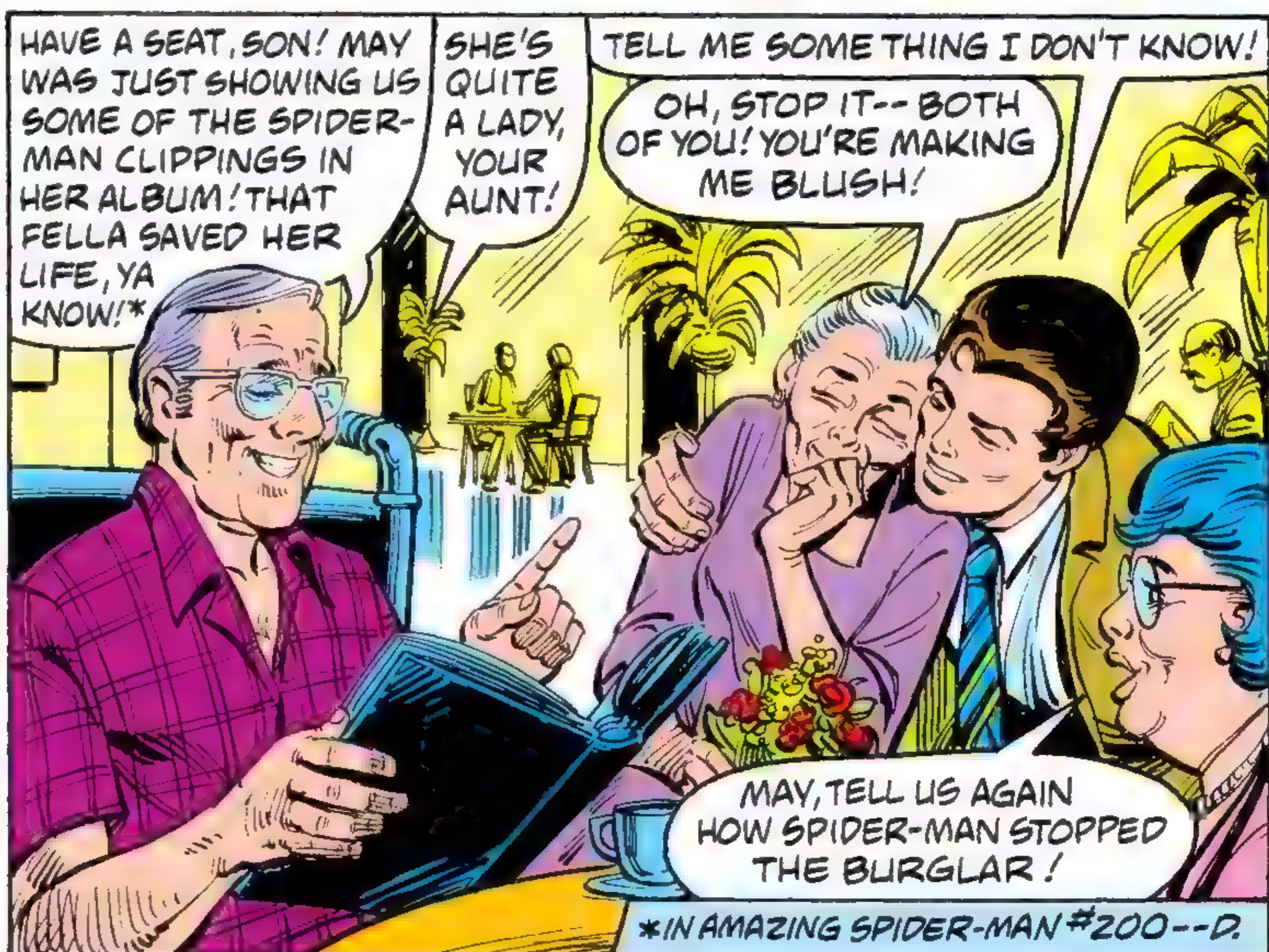
HEY, IF A GUY CAN'T SURPRISE HIS FAVORITE GIRL ONCE IN A WHILE...WHAT GOOD IS HE?



OH... HUSH, YOU! HAVE YOU BEEN TAKING YOUR VITAMINS?

EVERY DAY!

THANK HEAVEN! I HAVEN'T SEEN HER LOOK THIS HAPPY AND SPRY IN YEARS!



HAVE A SEAT, SON! MAY WAS JUST SHOWING US SOME OF THE SPIDER-MAN CLIPPINGS IN HER ALBUM! THAT FELLA SAVED HER LIFE, YA KNOW!\*

SHE'S QUITE A LADY, YOUR AUNT!

TELL ME SOMETHING I DON'T KNOW!

OH, STOP IT-- BOTH OF YOU! YOU'RE MAKING ME BLUSH!

MAY, TELL US AGAIN HOW SPIDER-MAN STOPPED THE BURGLAR!

\*IN AMAZING SPIDER-MAN #200--D.



AND, AFTER A BRIEF BUT HAPPY VISIT...

HOW ABOUT THAT! AUNT MAY'S BEEN ALL BUT BRAGGING TO HER FRIENDS ABOUT BEING RESCUED BY SPIDER-MAN!



THAT'S SURE AN IMPROVEMENT FROM THE DAYS WHEN SHE USED TO THINK HE WAS A MONSTER! MAYBE THERE'S HOPE FOR THE WORLD AFTER ALL!

BUT WHEN PETER REACHES HIS OFFICE AT EMPIRE STATE UNIVERSITY, HIS JUBILANT MOOD IS SHATTERED BY A SINGLE HEADLINE!

BOY, JONAH JAMESON DIDN'T WASTE ANY TIME HITTING ON SPIDER-MAN!

Hmm? OH, YEAH... SURE, DEB!

DOES HE EVER?

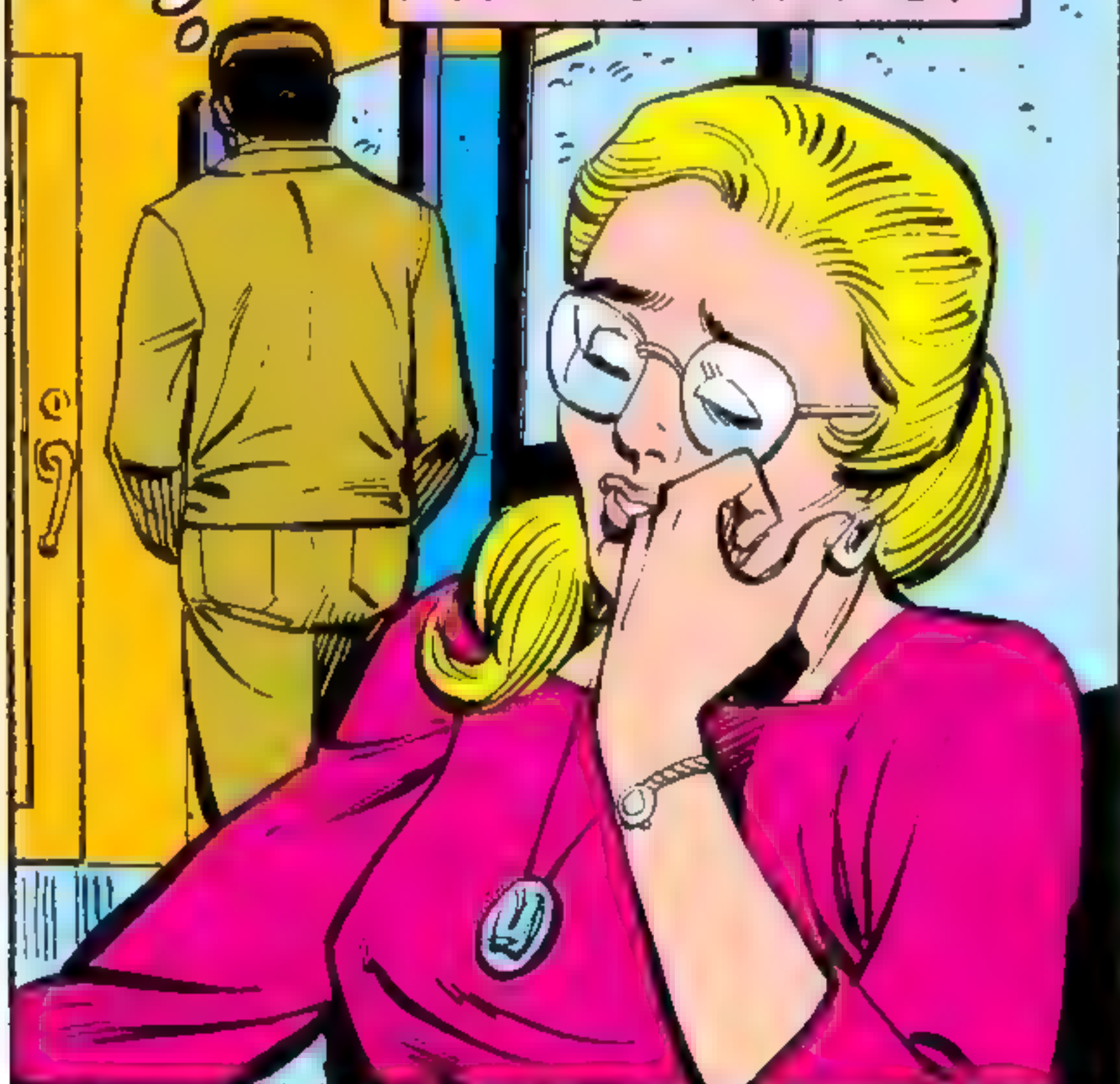
I HAD A LOVELY TIME LAST NIGHT, PETER. W-WE'LL HAVE TO DO IT AGAIN SOON... MY TREAT!



BLAST IT, I HAVE TO FIND THIS NEW PROWLER! IF SPIDER-MAN IS BECOMING A HERO TO AUNT MAY, I CAN'T HAVE IT RUINED FOR HER!

BUT HOW DO I FIND HIM? HOW?!

LOST IN THOUGHT, PETER WALKS OFF... OBLIVIOUS TO THE SOUND OF ONE HEART BREAKING.



AND, THAT EVENING...

LOOKS LIKE THE ONLY THING I CAN DO IS TO KEEP SWINGING AROUND TOWN AND HOPE THE PROWLER TRIES TO PULL ANOTHER JOB!

I WONDER HOW MANY MILES OF WEBBING I WASTE IN A YEAR... JUST TRYING TO FIND SOMEBODY?



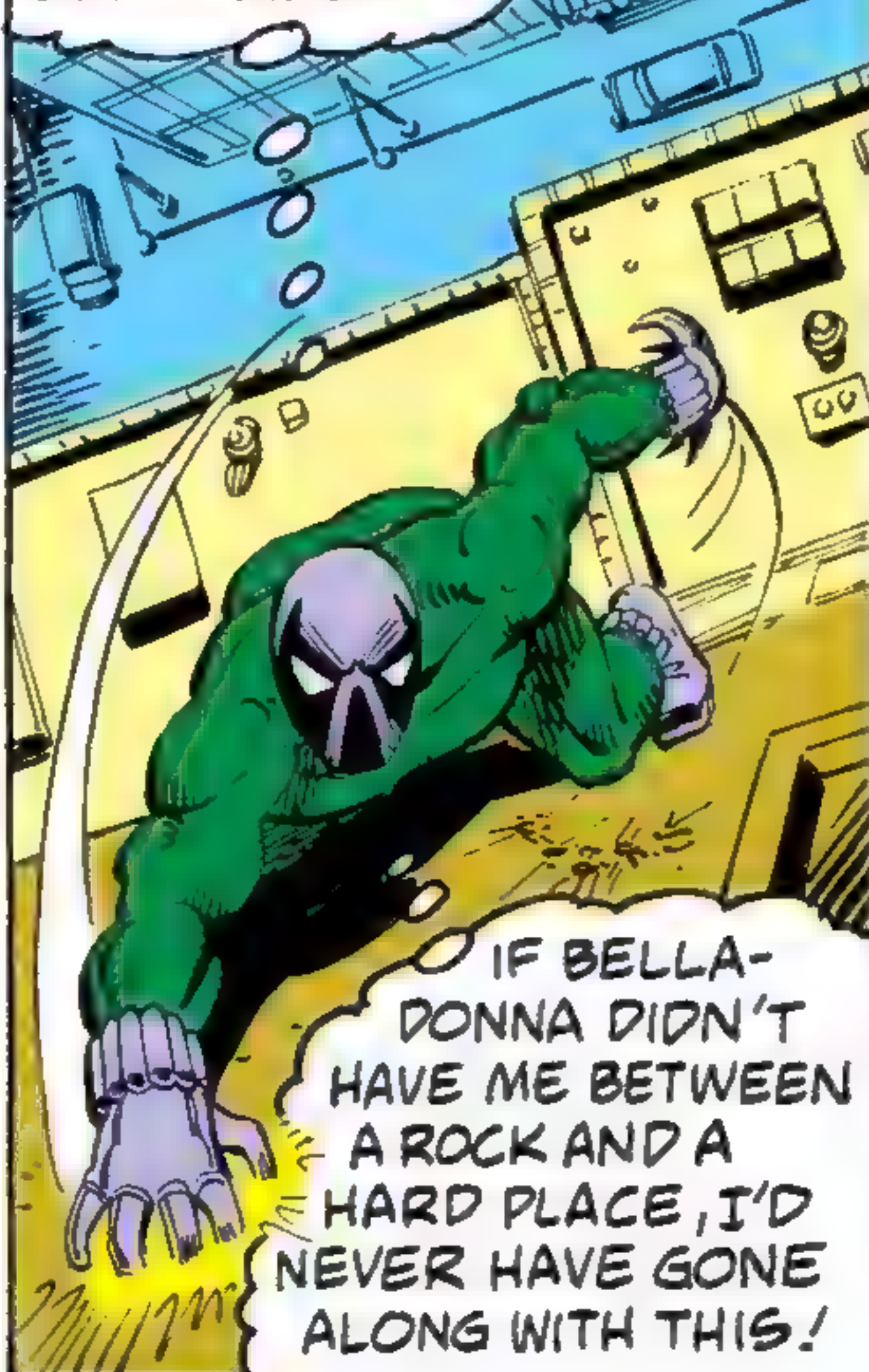
THIS IS LOOKOUT ONE! HE'S HEADED NORTH... DO YOU SEE HIM?

LOOKOUT TWO HERE... YEAH! HE'LL BE COMING INTO TARGET AREA "C" IN ABOUT FIVE MINUTES! HE'S ALL YOURS, PROWLER!

CHECK! I'M MOVING INTO POSITION NOW...



...BUT I STILL DON'T LIKE IT!

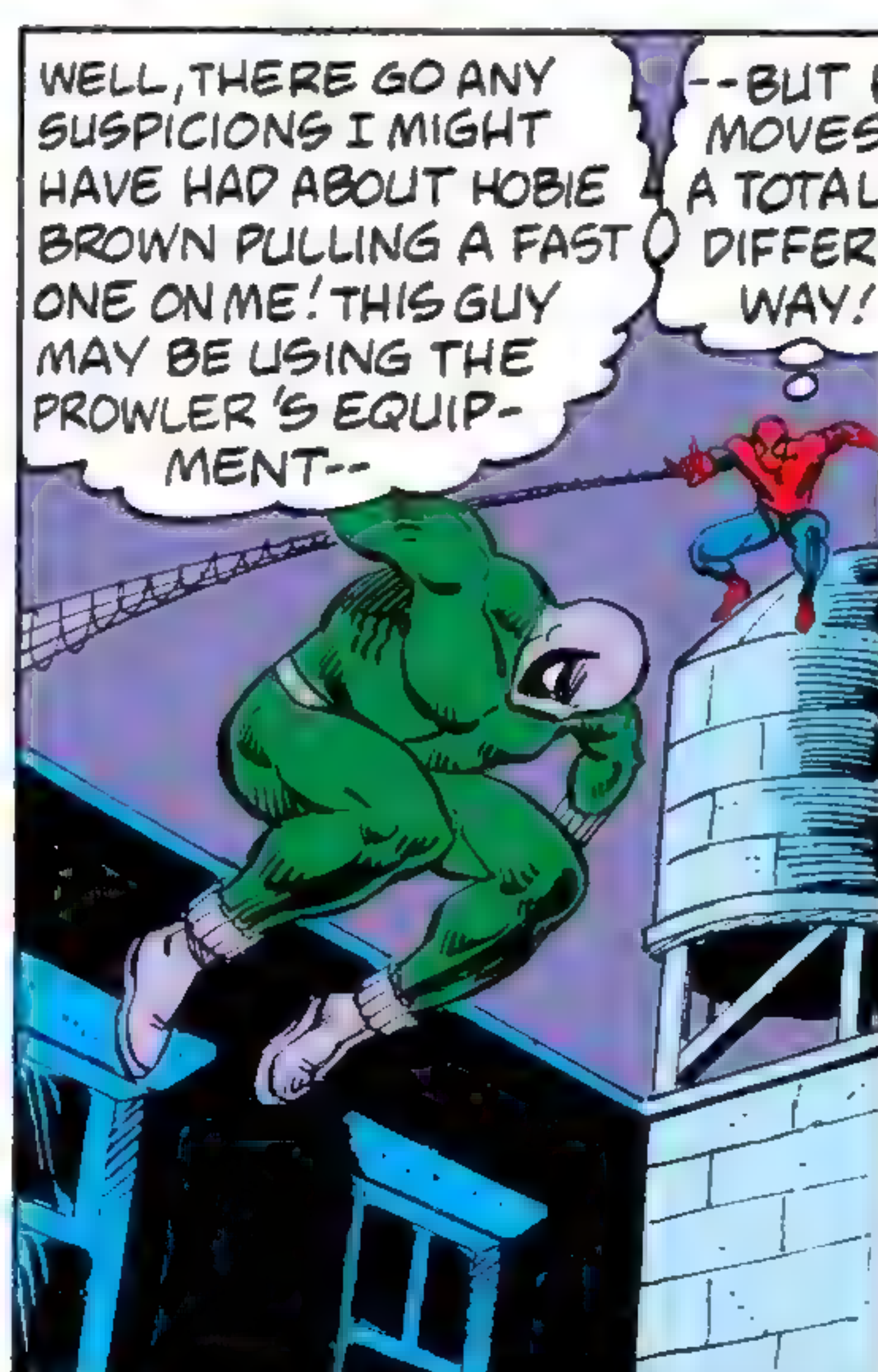
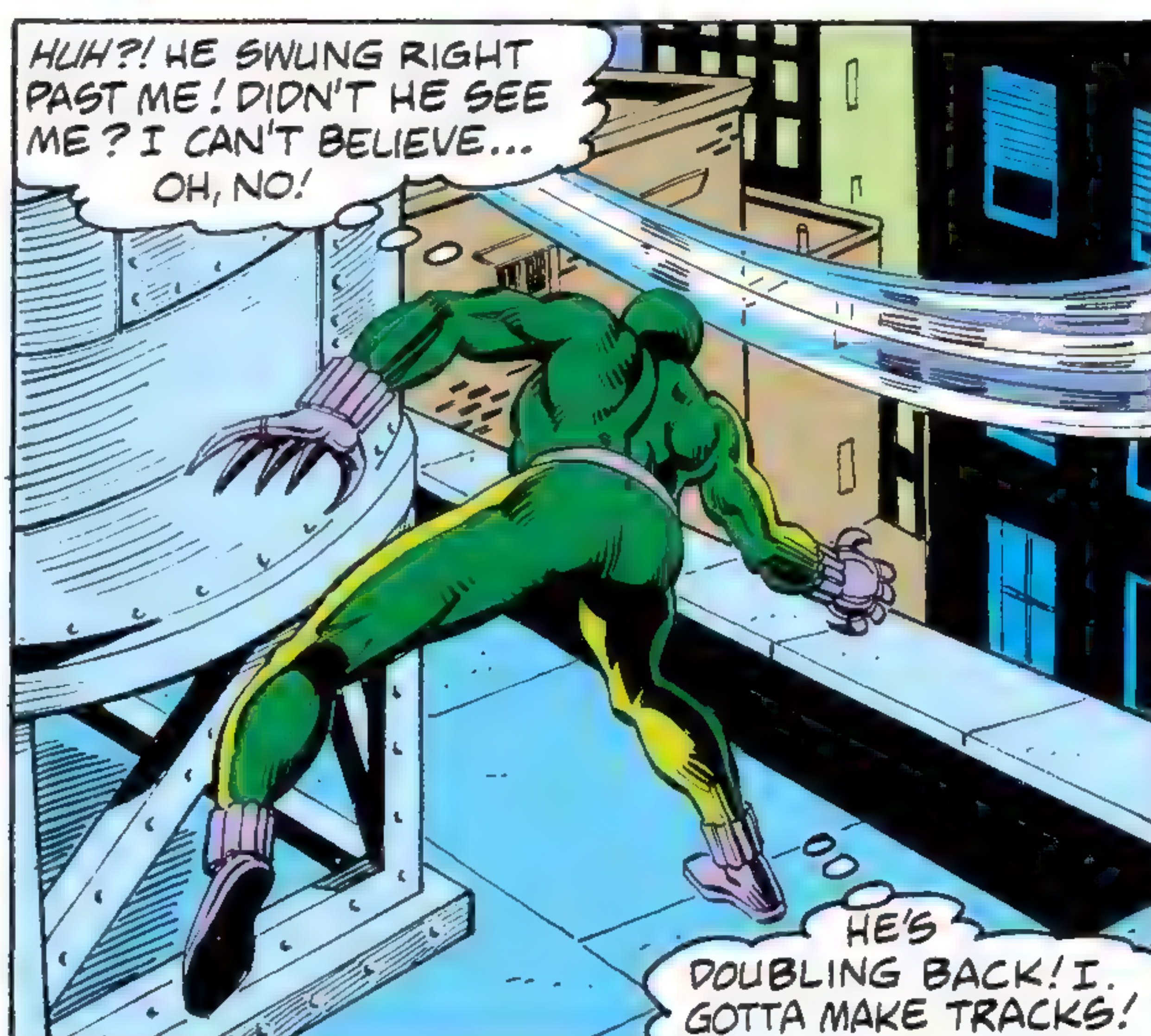
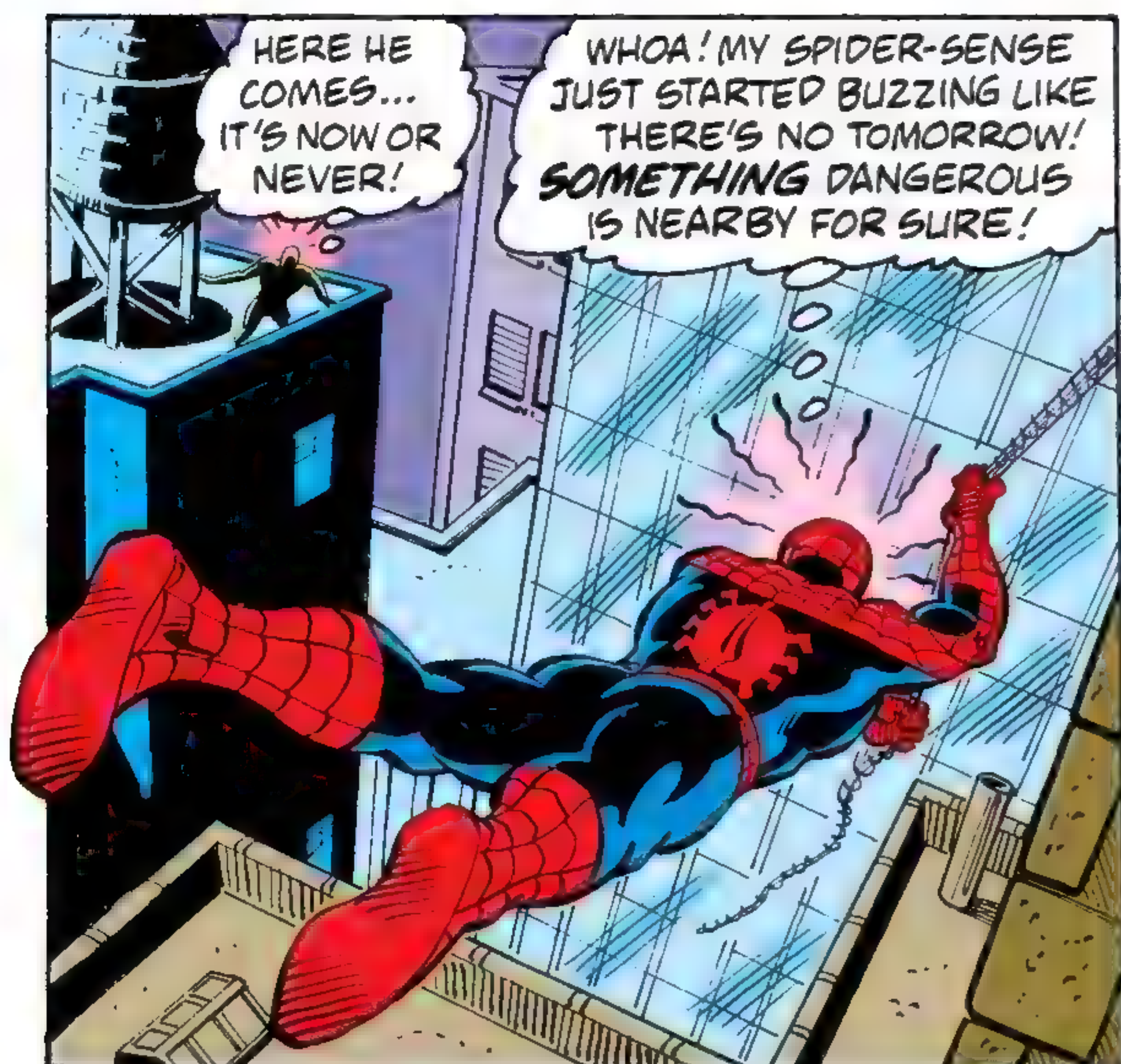


IF BELLA-DONNA DIDN'T HAVE ME BETWEEN A ROCK AND A HARD PLACE, I'D NEVER HAVE GONE ALONG WITH THIS!

JUST THINKING ABOUT GOING UP AGAINST SPIDER-MAN GIVES ME THE WILLIES! THIS PLAN IS NEVER GONNA WORK... BUT I HAVE NO CHOICE. I HAVE TO SEE IT THROUGH.









WOW, HE SCAMPERS UP THAT WALL EVEN FASTER THAN HOBIE WOULD HAVE!

STILL, HANGING ONTO A WALL WITH SOMETHING MECHANICAL HAS TO BE TRICKY. I'LL HANG BACK TILL HE GAINS THE ROOF-TOP...I DON'T WANT HIM KILLING HIMSELF!

BUT TO THE NERVOUS PROWLER, SPIDER-MAN IS *STILL* TOO CLOSE!

GOTTA KEEP HIM OFF MY TAIL UNTIL THE RIGHT TIME!

**ZOWW**

IS THAT NICE, PROWLER? WHAT HAVE I EVER DONE TO YOU?

YOU'D BE REAL SURPRISED, PAL!

I FINALLY MADE IT! ONCE I GET INSIDE, I MIGHT ACTUALLY HAVE A CHANCE!

NOW WHAT? HE'S JUST STANDING THERE LIKE AN IDIOT! DOES HE WANT ME TO FOLLOW HIM?

HMM, MAYBE SO! WHAT HAPPENS IF I JUST KICK THIS TRAP DOOR OPEN?

NOTHING? NO HAIL OF BULLETS? NO BOOBY TRAPS? THAT MEANS HE'S PROBABLY SETTING ME UP FOR SOMETHING INSIDE!

A FELLA WOULD HAVE TO BE OUT OF HIS MIND TO GO IN THERE!

BUT, THEN, NO ONE EVER ACCUSED ME OF BEING SANE!

YOO-HOO, PROWLER! COME OUT, COME OUT, WHEREVER YOU ARE!

ALL RIGHT, YOU ASKED FOR IT!

WHAT'S THIS? BOLTS OF CLOTH... FOR ME?!



SAY, THAT'S RIGHT! WE **ARE** IN THE GARMENT DISTRICT, AREN'T WE?

THIS IS MIGHTY THOUGHTFUL OF YOU, PROWLER! MY TAILOR WAS TELLING ME I SHOULD HAVE SOME NEW SUITS MADE UP...



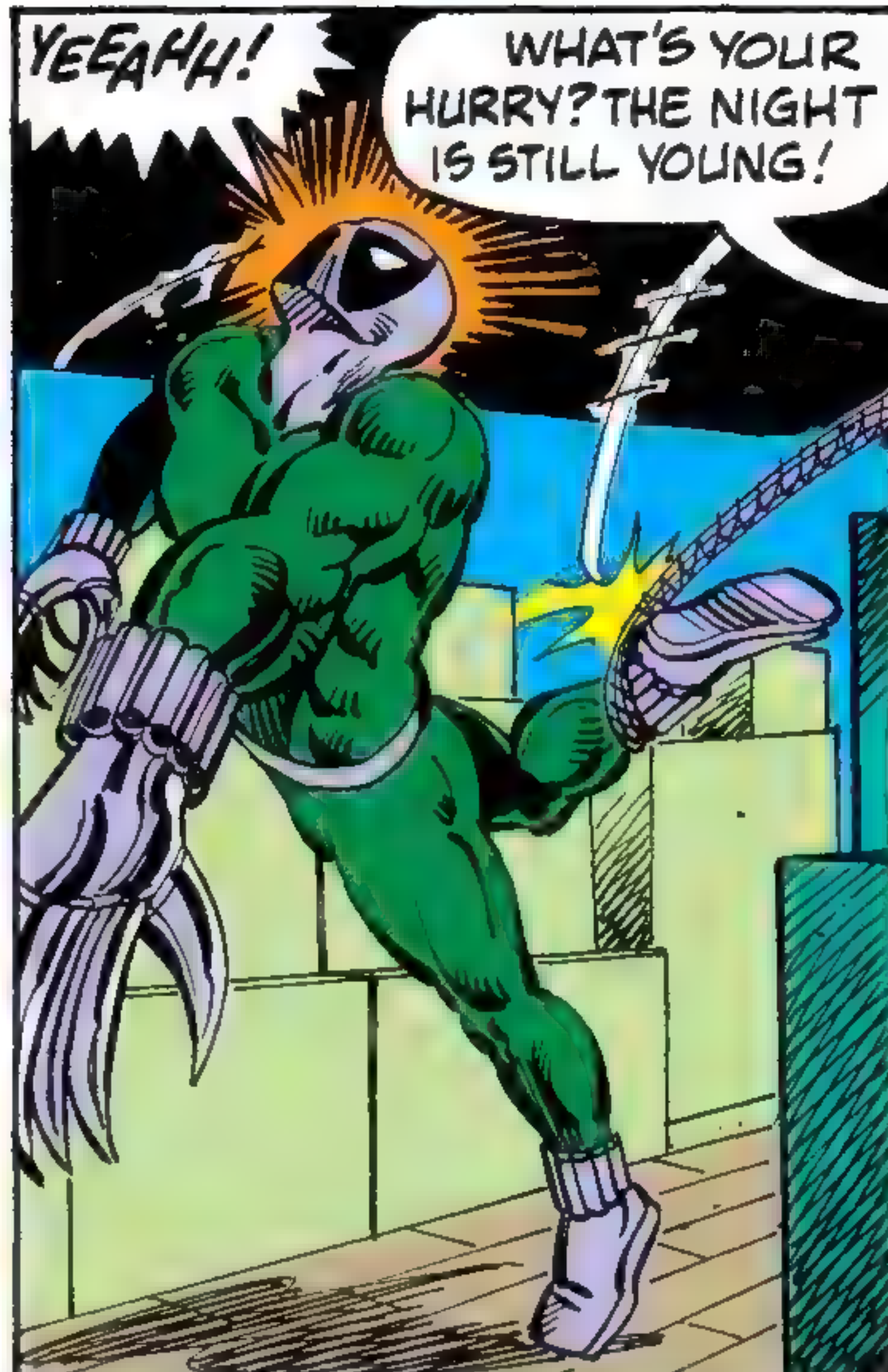
...AND HERE YOU OFFER ME A COUPLE TONS OF MATERIAL! THAT'S NICE... BUT DO YOU HAVE ANYTHING IN POLYESTER?

LORD, CAN'T ANYTHING STOP THAT GUY? IF I DON'T KEEP AHEAD OF HIM IN HERE, I'M SUNK!

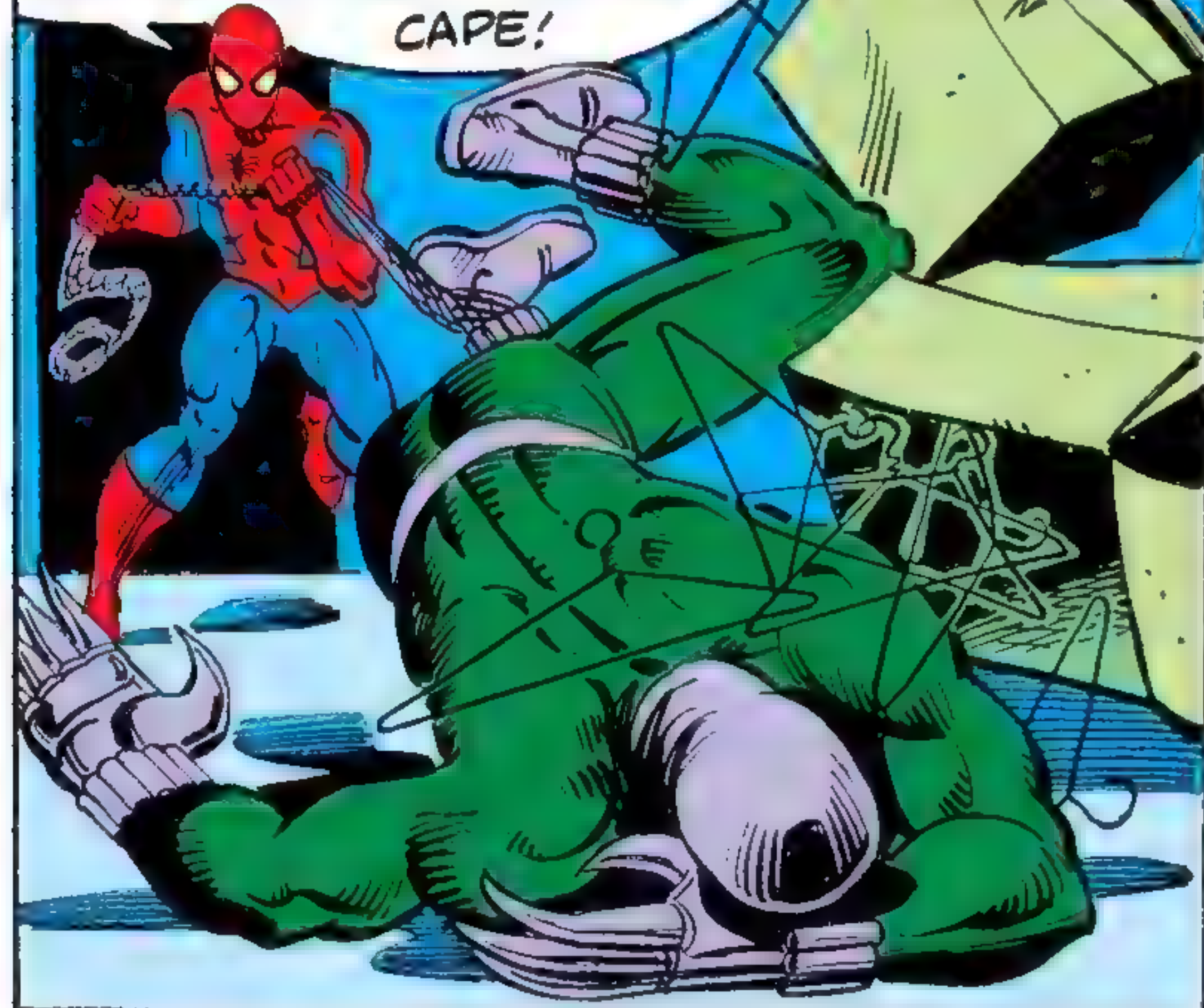


YEEAAH!

WHAT'S YOUR HURRY? THE NIGHT IS STILL YOUNG!



SHUCKS, YOU'RE NO FUN AT ALL! YOUR PREDECESSOR HAD A LOT MORE SPUNK-- NOT TO MENTION A SNAPPY CAPE!



I REALIZE IT'S NOT MIDNIGHT YET, BUT WHAT DO YOU SAY WE UNMASK? YOU FIRST!

OH, NO, YOU DON'T! I'M READY FOR YOUR GAS TRICK!

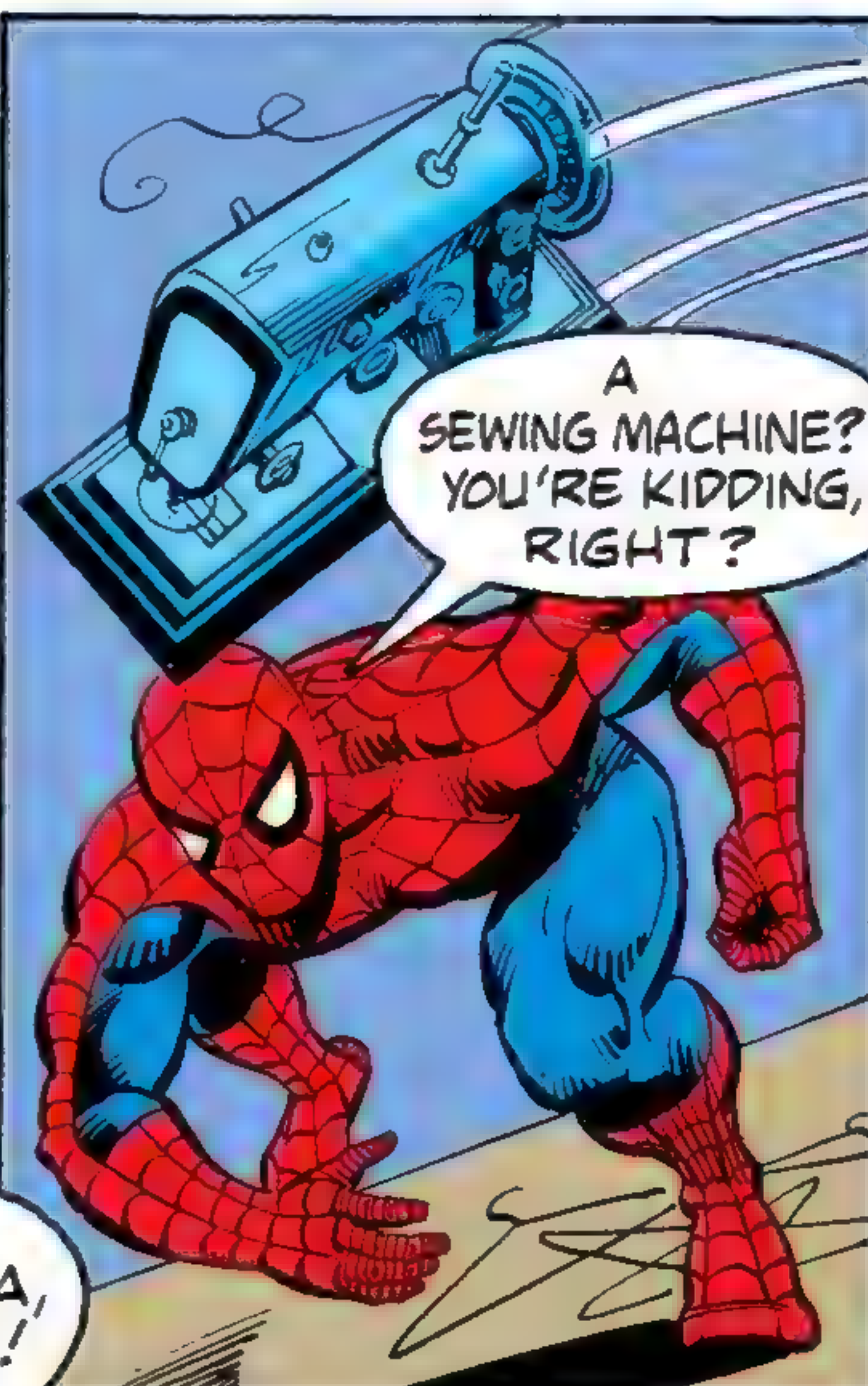
OR AM I? THIS ISN'T THE PROWLER'S USUAL GAS!



IT'S SEEPING INTO MY MASK... BURNING MY EYES! AND IT SMELLS SWEET, LIKE... **BELLADONNA!**



IF THAT GAS DON'T STOP YA, THIS SHOULD!



A SEWING MACHINE? YOU'RE KIDDING, RIGHT?

WHY DON'T YOU JUST TOSS THE KITCHEN SINK AT ME? NOW WHERE ARE YOU GOING?



OUT! YOU WANT ME... COME AND GET ME!



GEEZ, WHY DOES EVERYBODY ALWAYS HAVE TO PLAY HARD TO GET?

Uh-oh, my spider-sense is really getting a strong response now... there must be danger all around!

AND THEN...  
THE DOOR!  
NO...WAIT!

Eh?

NO, LET ME GO!!

NOT BEFORE YOU ANSWER A FEW QUESTIONS, CHUCKLES!

FOR INSTANCE, DO YOU KNOW A LADY WHO GOES IN FOR 1940s FASHIONS?

IF YOU'RE REFERRING TO ME, SPIDER-MAN-- THE ANSWER IS YES!

\* ISSUE #43--D.

WELL, **BELLADONNA!** I'D WONDERED WHERE YOU'D BEEN HIDING YOURSELF SINCE OUR LAST LITTLE MEETING!\*

THIS IS ALMOST STARTING TO MAKE SENSE NOW ...AT LEAST AS FAR AS THE FASHION ANGLE GOES! PROWLER JUNIOR HERE HAS BEEN WORKING FOR YOU, RIGHT?

LET GO OF ME, BLAST YA!

YOU'RE QUITE CLEVER, SPIDER-MAN. I'M SORRY YOU HAD TO INTERFERE WITH MY PLANS!

YEAH, I'M SUCH A BUSYBODY-- JUST CAN'T KEEP MY NOSE OUT OF TROUBLE!

LEGGO! I GOTTA GET OUTTA HERE!

HEY, WATCH THE CLAWS!

I'M SORRY, PROWLER--BUT IF I LET YOU OUT OF MY TRAP, THEN SPIDER-MAN MIGHT GET OUT! BESIDES, YOU'VE ALREADY OUTLIVED YOUR USEFULNESS TO ME!

THREE INCHES OF ARMOR PLATING SHOULD KEEP YOU IN YOUR PLACE!

NO! NO!!

CLUNG



DESPERATELY, THE PROWLER CLAWS AT THE THICK METAL DOOR, BUT...



GO AHEAD AN' HIT ME IF YOU WANT. IT DOESN'T MATTER NOW... WE'RE GONNA DIE!



HEY! I KNOW YOU! YOU WERE THE CAT BURGLAR!\*

\*LAST SEEN IN AMAZING SPIDER-MAN #30! I THOUGHT HE LOOKED FAMILIAR!--D.

YEAH...YEAH, THAT'S ME! I KNEW THIS WOULD BACK-FIRE ON ME-- I KNEW IT! SHE'S GOT US BOTH RIGHT WHERE SHE WANTS US!



NEXT ISSUE: THE SECRETS OF BELLADONNA REVEALED!

DOUBLE DEFEAT!



# SPECTACULAR SPIDER-MAIL

c/o MARVEL COMICS GROUP  
575 Madison Avenue  
New York, New York 10022

DENNIS O'NEIL  
EDITOR  
MARK GRUENWALD  
ASSISTANT EDITOR

Since SPECTACULAR SPIDER-MAN #'s 39 and 40 were written to complement each other, I've decided to run your letters regarding those two issues back-to-back. So, without further ado...

Dear Bill, John and Jim,

PPTSS #39 was a good comic. I truly enjoyed Spidey's battle with Chip Martin, the Schizoid Man. Because of the fact that the emotions of others tended to overexcite him, I thought at first that Chip might turn out to be possessed by the Emphathoid. I see I was wrong again.

The conclusion could have been built towards a bit better. In Spidey's other mags, as well as this one, you should have slowly had our hero getting crabbiest, rather than springing it on us all in one ish.

Who's going to beat the Spider-Lizard? The White Tiger? The Fantastic Four? The Frightful Four? (You can't fool me — even if the pictures on pages 5 and 6 weren't enough, the phrase "fearsome foursome" gives away the fact that Electro has joined the Frightful Four!) Well, whoever opposes our altered arachnid, the fight should be a winner.

MAKE MINE MARVEL!!!

Rich Davis  
Columbus, OH 43220

Dear Bill,

PETER PARKER #39 was great! I was totally unprepared for the ending (I had suspected a much less Lizard-like transformation), which means that the surprise was a success. I'm glad to see that Electro's back — that is him with the Sandman, et al, isn't it? One quibble: When Peter enters the Empire State University campus, the letters "ESU" over the gateway are not reversed as they should be. As it was drawn, only those people inside the campus grounds would be able to read the lettering. Those on the outside would see it reversed.

John Bishop  
Chapel Hill, NC 27514

You're absolutely right about the "ESU" legend over the campus gateway, John — it should have been reversed. I guess the letterer was as awed as I was by John Romita, Jr.'s pulse-pounding pencils because we both overlooked the boner. But, if you hold a mirror up to the panel in question, we promise the letters will appear correctly reversed. Who says this isn't the Marvel Age of Reader Participation???

Dear Bill and John,

Having read Marvel Comics for over ten years, I finally found myself so totally overwhelmed by PETER PARKER, THE SPECTACULAR SPIDER-MAN #39 that I had to write to you. This was an absolutely superb issue, with a magnificent finale. I can hardly wait for issue #40. There are so many possibilities in your "Spider-Lizard" story that I find myself becoming more and more excited as I ponder all the possible permutations.

It will also be interesting to see how the team of Electro, the Sandman, the Trapster and the Wizard can foul up our hero's life.

Do me one favor, though: Please stop *curing* all of Spidey's foes! In the last five issues we have seen cured Dr. Curt Connors (aka, the Lizard), Mindworm and Morbius. Soon, if this keeps up, Spidey's going to run out of enemies to fight!

Steve Szpak  
Hamilton, Ontario  
CANADA L9A-3V5

It's funny how all those cures worked out over such a short period, Steve — 'funny and unintended. Y'see, the Spider-Lizard story was originally planned to have extended over several more issues, and to have ended with Curt Connors once more becoming the Lizard, with his lethal split-personality under control this time, to battle the ram-paging Spider-Lizard. Then, when I learned I was being transferred onto the INCREDIBLE HULK mag, Jim Shooter and I decided that too many transformations in a now-truncated epic would become confusing, so we left Curt Connors as he was. Unfortunately, this also coincided with the Morbius cure, already plotted — and with the Mindworm cure as written in a fill-in tale by Tony Isabella about which I knew

nothing. So, that's how it sometimes happens at Mighty Marvel, Steve. Glad you asked.

Dear Bill,

Let me briefly, but enthusiastically say that I thoroughly enjoyed PPTSS #40! Next to AMAZING SPIDER-MAN #200 I've not read such an exciting issue in many months. My thanks and praise go to you, Bill, for such a story.

Frank Springer? The self-same Frank Springer who draws REX MORGAN, MD, for the newspapers? If so let me say that I've enjoyed your work there and really was pleased with your handling of PPTSS #40. Your layouts did true justice to Bill's plot.

Since I did like PPTSS #40 so much, I hate to bring up the subject of no-prizes, but... well, on page 6, panel 4, there stands Dr. Curtis Connors with *two* arms! Is it his unpinned right sleeve? No, I doubt if the good doctor would take time to unpin it while staring in horror at the ton of wood and water crashing down towards his head. Besides, later there is a *hand* distinctively sticking out of the sleeve. FACT: Dr. Connors has one arm, his left. It is his right arm that is missing. Yet again, on page 27, panel 5, Curt and Spidey are being washed out of the sewer pipe and there swims Dr. Connors, *right arm* outstretched.

Alas, it only goes to show that even great Marvel artists are only human. But be reassured that Marvel is still unsurpassed anywhere on Earth!

Adrian Gomez  
Ft. Washington, MD 20022

It was only your last two lines that brought Fearless Frank back from the edge of the precipice, Adrian! As for the glaring error of depicting Curt Connors with two arms, all I can say by way of apology for all concerned is that Frank and inker Ricardo Villamonte, in volunteering to take on an art job that was due the day before they received the assignment, made some errors that anyone unfamiliar with our supporting characters might have made.

As for no-prizes, they're usually awarded, not for spotting errors in production, but for service above and beyond the call of Marvelism. Okay?

Dear Bill and Frank,

Re: PETER PARKER, THE SPECTACULAR SPIDER-MAN #40.

What a loser!!!

Ever since the premiere issue this mag has never lived up to the quality of its companion mag, the AMAZING SPIDER-MAN. I dare you to explain the following:

(1) In AMAZING, J. Jonah Jameson is shown having had a nervous breakdown, but not here. (2) When swimming through a dark, germ-infested sewer, how can Peter and Curt Connors see let alone contract a serious eye infection. (3) Curt Connors is first drawn with two arms, and then with a right arm — which is supposed to be missing — instead of with just a left arm. (4) Peter is positioned wrongly for the application of mouth-to-mouth resuscitation. One hand should be pinching shut the nostrils while the other should be underneath the victim's neck, keeping the head tilted back, thus preventing the tongue from blocking the windpipe. Done the way Frank drew it, the proposed rescue would have killed the victim rather than saved him. (5) I though Electro died in AMAZING SPIDER-MAN #187.

Sorry, but this story was definitely not Marvel material.

Peter Leonardo  
Brooklyn, NY 11224

As you can see by Adrian Gomez's letter, Pete, opinions differ. But, as to your protestations: (1) Different time-tables explain JJJ's normalcy in PPTSS and nervous collapse in AMAZING SPIDER-MAN... and we hope that having all Spider-books under Denny O'Neil's aegis will keep continuities tighter. (2) They weren't *in* the sewage system all that long, and some light does filter down through street level manholes. (3) That mistake is discussed above. (4) A comic book is meant to be entertaining, not a first aid instruction manual. As drawn, the scene suggests clearly the act of mouth-to-mouth resuscitation. (5) Electro was shown alive and in traction in MARVEL TWO-IN-ONE #57. As for how he escaped Project Pegasus, that's an oversight on our part we hope to address in the near future.

— — Bill Mantlo





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TM

# PETER PARKER, THE SPECTACULAR SPIDER-MAN®

Four seconds  
ago Kingsey  
pulled the trigger  
... now there's no  
one else alive.  
Somewhere,  
Belladonna  
is laughing.





Stan Lee PRESENTS: **THE SPECTACULAR SPIDER-MAN!**

CAUGHT UP IN A...

# DOUBLE DEFEAT!

**Y**ESTERDAY, A MAN WAS KILLED!

AN EYEWITNESS SAW THE MURDERER CRAWL AWAY ALONG THE SIDE OF A BUILDING AND ASSUMED THAT SPIDER-MAN HAD KILLED THE MAN. BUT, THE WITNESS WAS WRONG!

THE TRUE ASSAILANT WAS A GENTLEMAN WITH METAL-COVERED GAUNTLETS... A GENTLEMAN WHO CALLS HIMSELF THE PROWLER! TONIGHT, SPIDER-MAN FOLLOWED THIS NEW PROWLER INTO A DEATH-TRAP!

I HOPE YOU'LL REALIZE THAT THIS IS PURELY PERSONAL, SPIDER-MAN! I JUST DON'T LIKE YOU!

THE LADY BEHIND THE SUPER-HARD WINDOW CALLS HERSELF BELLADONNA. IF SHE HAS HER WAY TONIGHT, BOTH OF THESE MEN WILL DIE!

ROGER STERN, WRITER  
MARIE SEVERIN, PENCILER  
BRUCE PATTERSON, INKER  
RICK PARKER, LETTERER  
BEN SEAN, COLORIST  
DENNY O'NEIL, EDITOR  
J. SHOOTER, FUNERAL ARRANGER

LF 234



SPIDER-MAN, OF COURSE, HAS OTHER IDEAS...

THE PROWLER'S ALREADY OUT COLD FROM BELLA'S GAS. IT'LL BE ALL OVER FOR BOTH OF US, IF I DON'T GET US OUT OF HERE FAST!

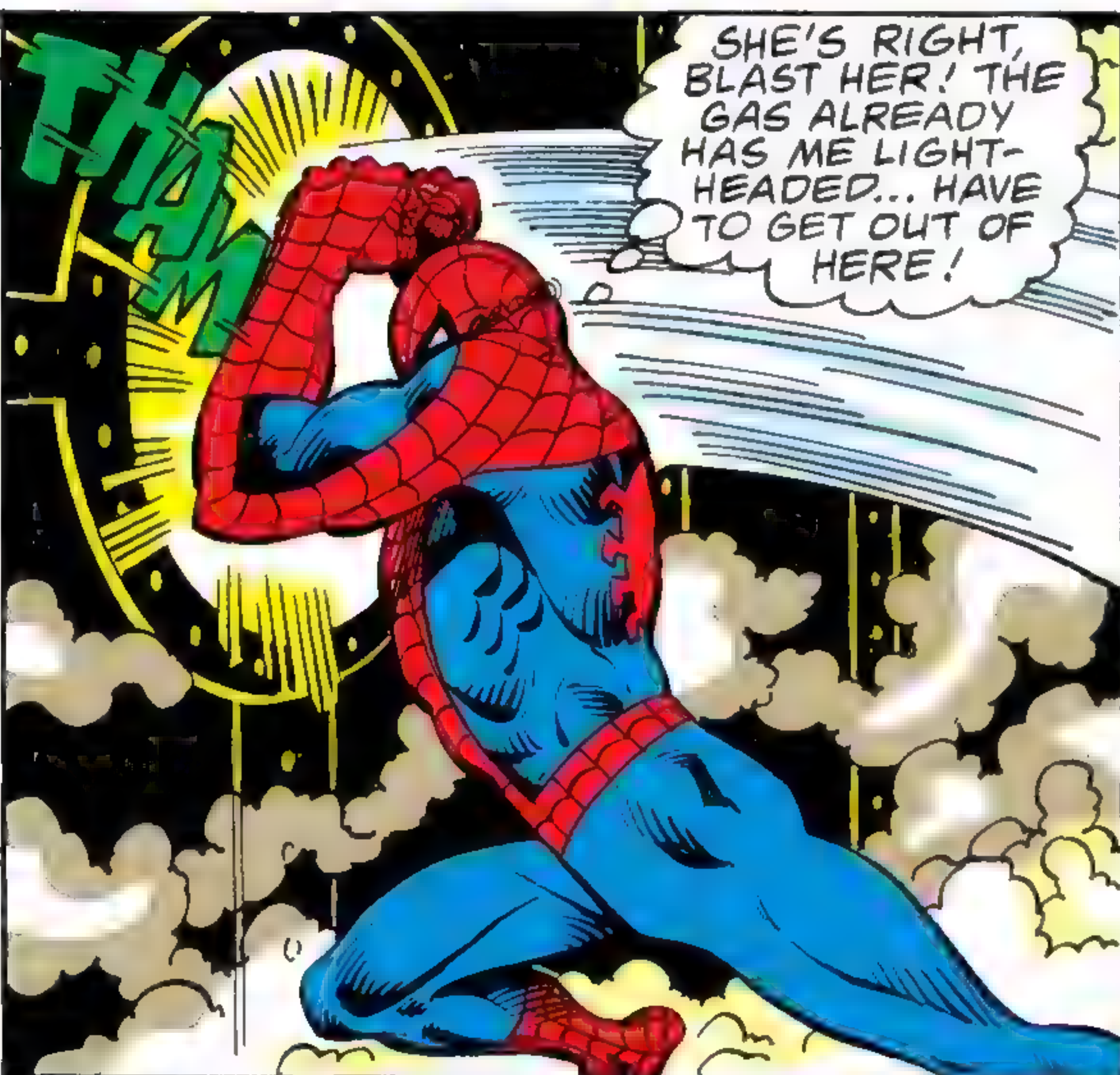
FOR NOW, A COUPLE OF WEB-MASKS SHOULD HELP BUT THEY WON'T FILTER OUT ALL OF THE GAS!



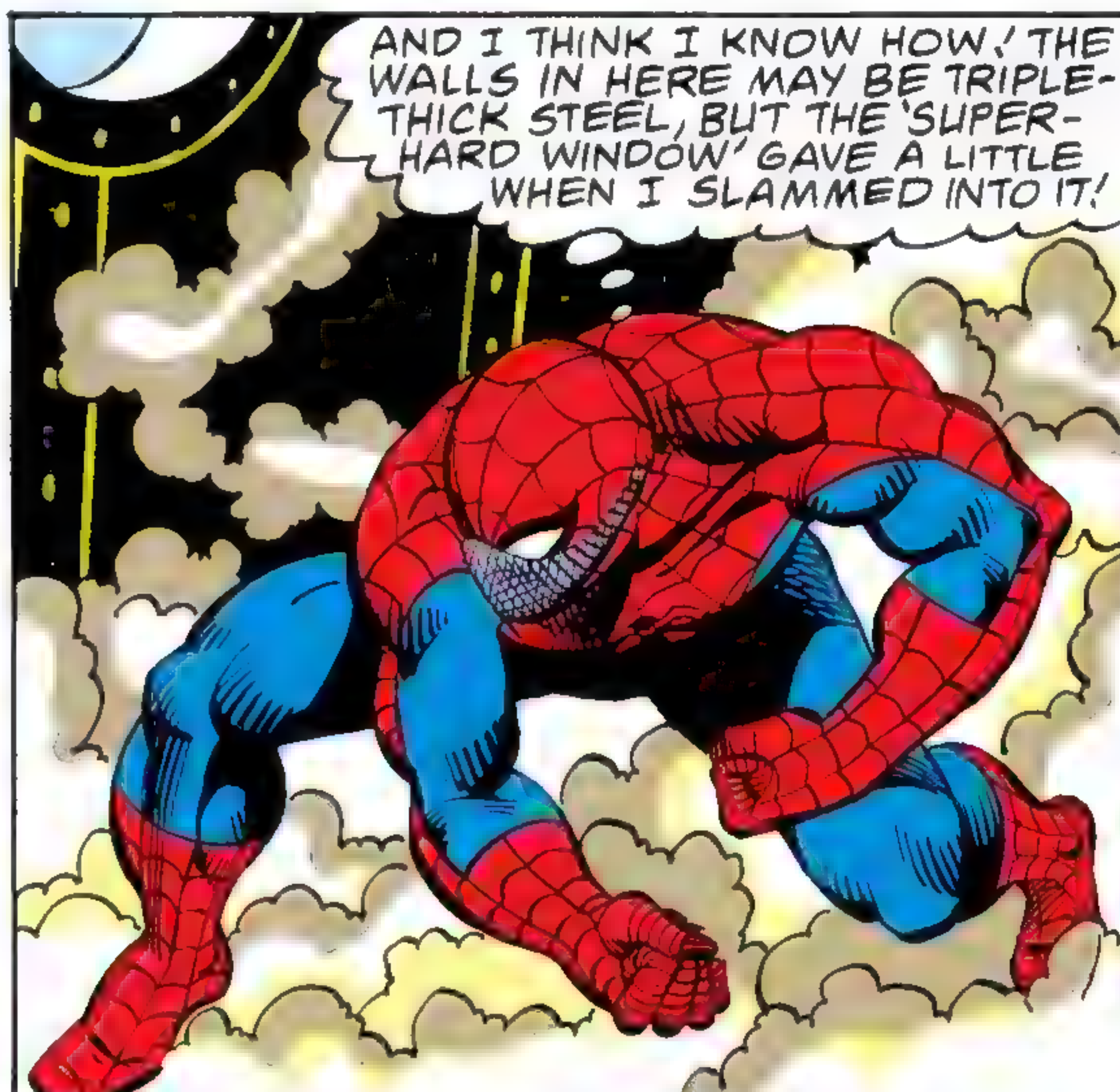
I SEE YOU'VE IMPROVED YOUR WEBBING SINCE WE LAST MET \*-- IT DOESN'T DISSOLVE ON CONTACT WITH MY GAS ANYMORE!

STILL, I SUPPOSE IT HAS TO BREAK-DOWN SOONER OR LATER! AND WHEN IT DOES... SO WILL YOU! HA-HAH!

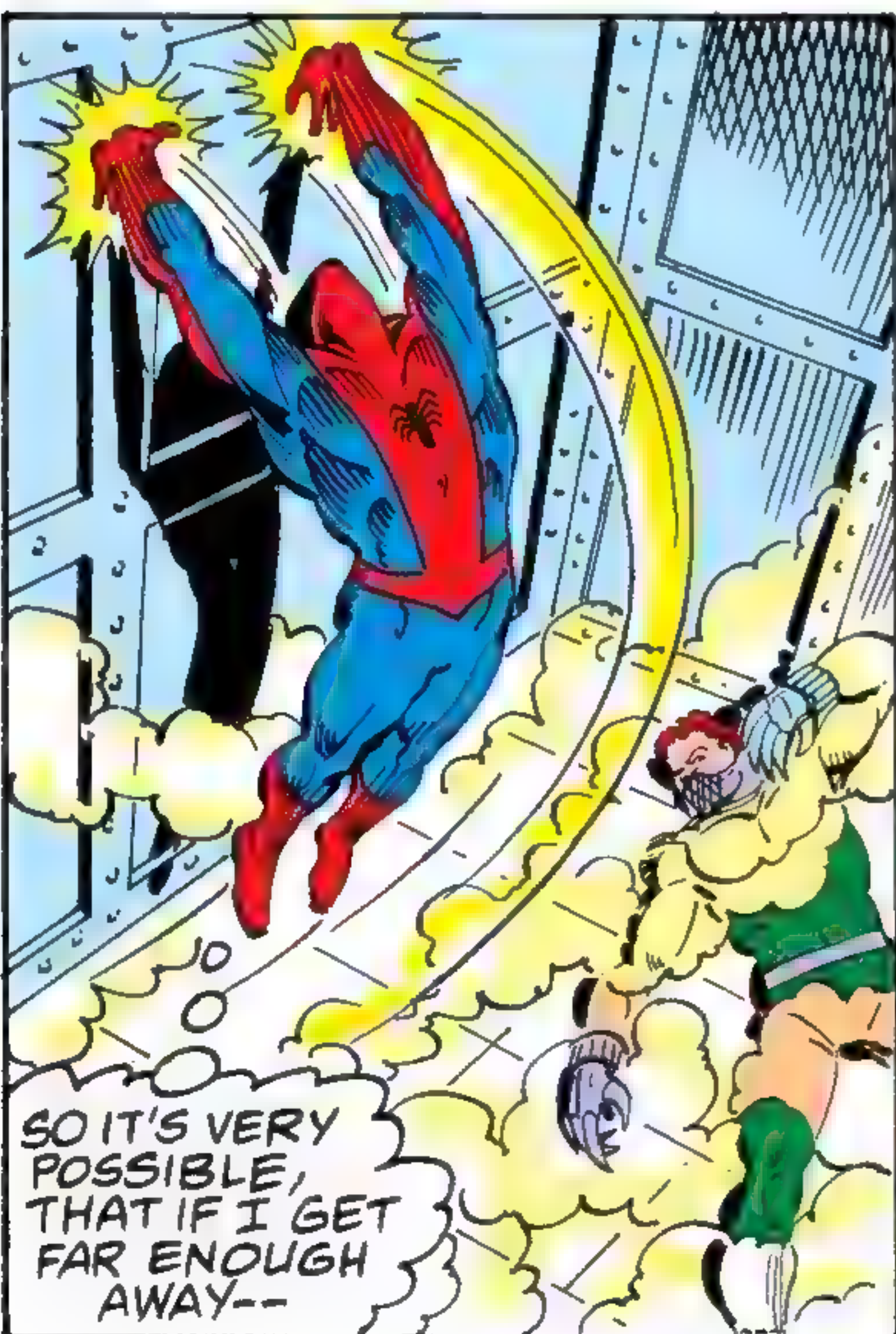
\*P.P.S.#43--D.



SHE'S RIGHT, BLAST HER! THE GAS ALREADY HAS ME LIGHT-HEADED... HAVE TO GET OUT OF HERE!



AND I THINK I KNOW HOW! THE WALLS IN HERE MAY BE TRIPLE-THICK STEEL, BUT THE 'SUPER-HARD WINDOW' GAVE A LITTLE WHEN I SLAMMED INTO IT!



SO IT'S VERY POSSIBLE, THAT IF I GET FAR ENOUGH AWAY--



--AND BUILD UP ENOUGH MOMENTUM--

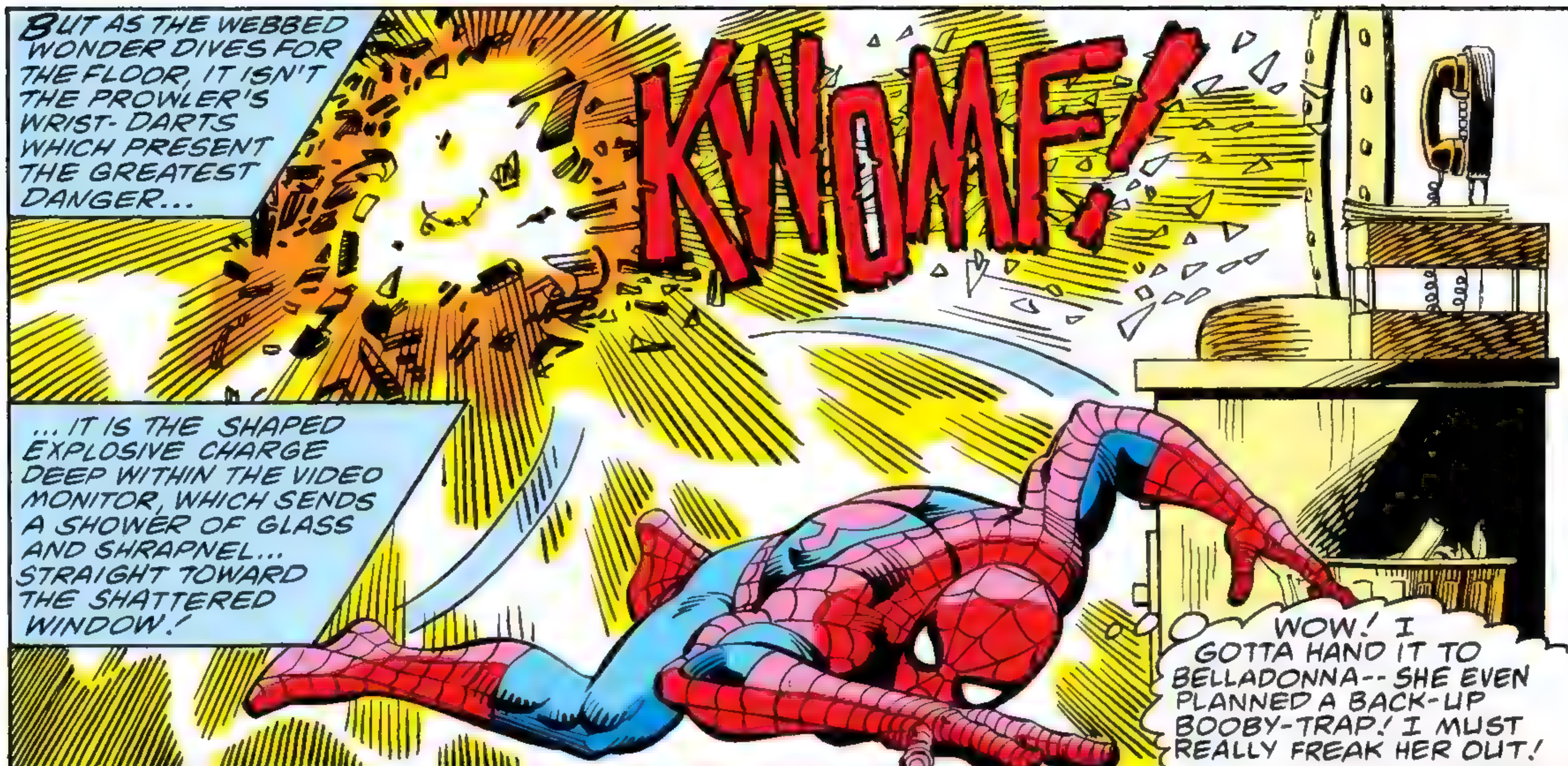


-- SOMETHING WILL GIVE A LOT MORE! I HOPE IT'S THE WINDOW AND NOT ME!









BUT AS THE WEBBED WONDER DIVES FOR THE FLOOR, IT ISN'T THE PROWLER'S WRIST-DARTS WHICH PRESENT THE GREATEST DANGER...

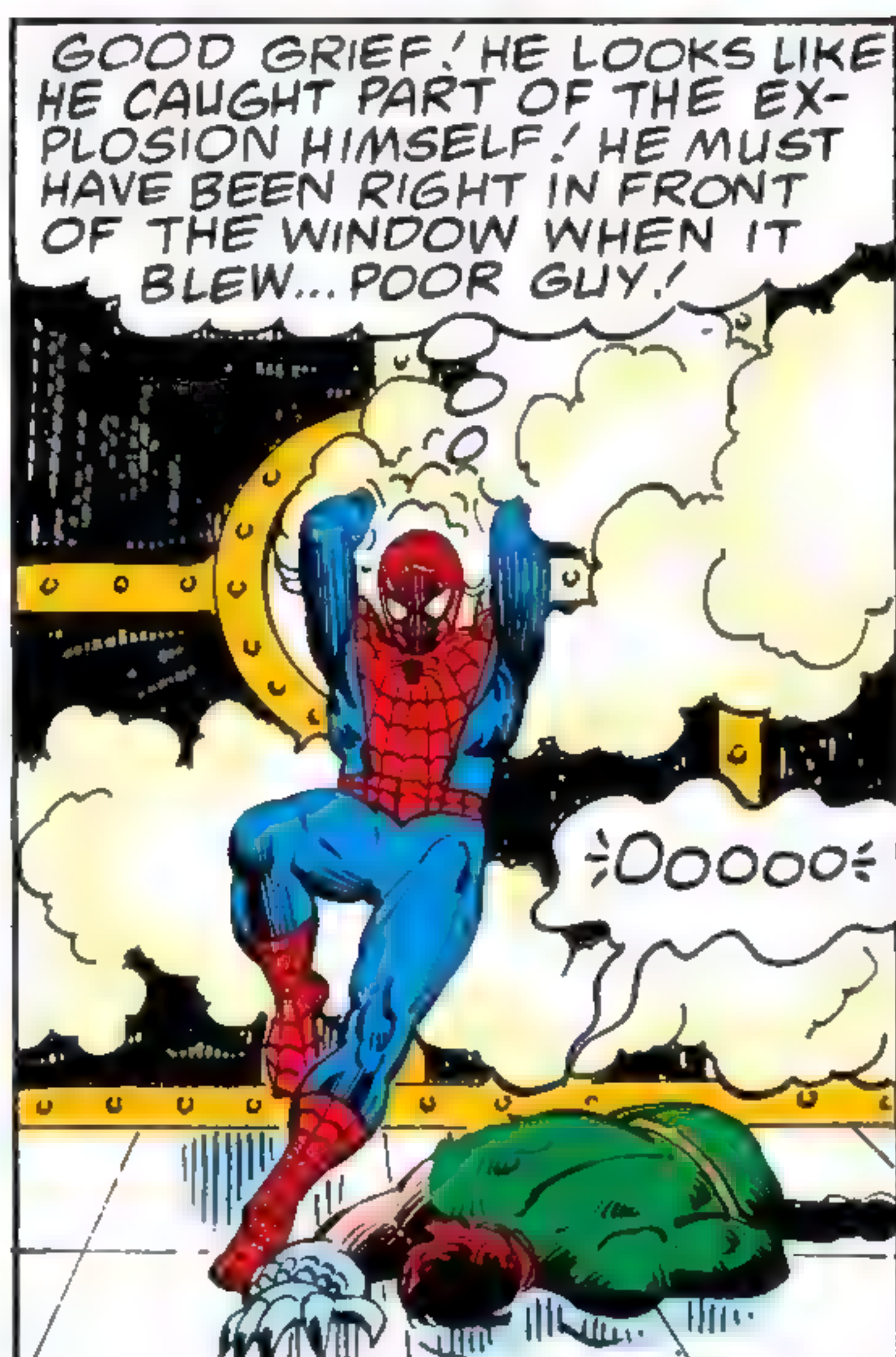
...IT IS THE SHAPED EXPLOSIVE CHARGE DEEP WITHIN THE VIDEO MONITOR, WHICH SENDS A SHOWER OF GLASS AND SHRAPNEL... STRAIGHT TOWARD THE SHATTERED WINDOW!

WOW! I GOTTA HAND IT TO BELLADONNA-- SHE EVEN PLANNED A BACK-UP BOOBY-TRAP! I MUST REALLY FREAK HER OUT!



OH, FINE! THE LITTLE BLOW-OUT STARTED A FIRE ON TOP OF EVERYTHING ELSE! AT LEAST, THERE'S A WAY OUT OF THIS ROOM.

I'D BETTER SCOOP UP THE PROWLER AND GET OUT OF HERE BEFORE WE'RE TRAPPED BY THE FIRE!



GOOD GRIEF! HE LOOKS LIKE HE CAUGHT PART OF THE EXPLOSION HIMSELF! HE MUST HAVE BEEN RIGHT IN FRONT OF THE WINDOW WHEN IT BLEW... POOR GUY!

Dooooo



AND, AS SPIDER-MAN SHOULDERS THE SEMI-CONSCIOUS PROWLER OUT OF THE DEATH-CHAMBER...

SPRINKLERS! WELL, I WON'T HAVE TO WORRY ABOUT GETTING CHAR-BROILED, NOW--



-- BUT, KNOWING MY LUCK, I'LL PROBABLY COME DOWN WITH PNEUMONIA!

AH! POLICE, FIRE, AND EMERGENCY VEHICLES! JUST WHAT I NEED TO CLEAR THIS UP!



AND SOON...

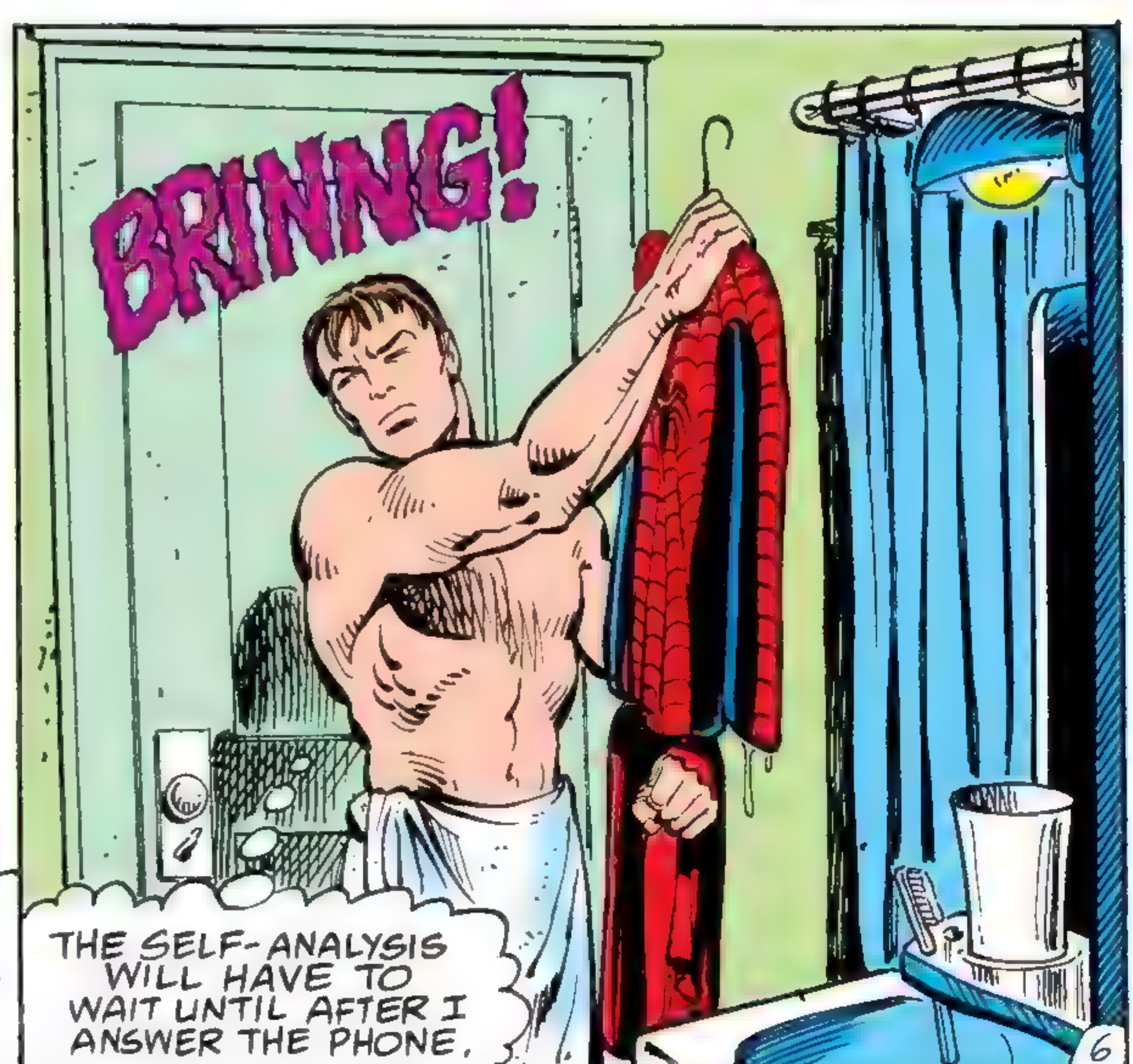
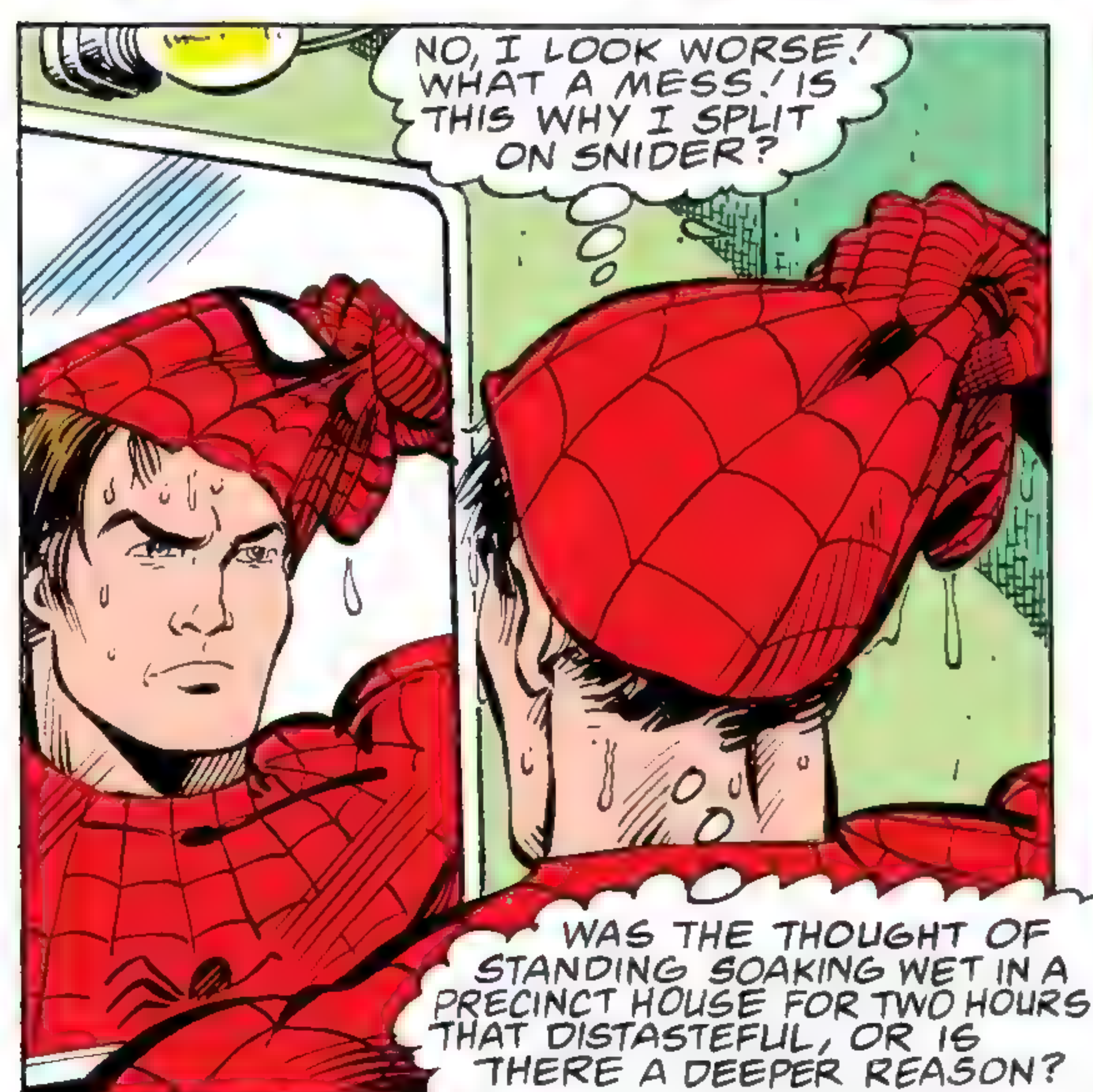
SO YOU SEE, BOYS, THIS NEW PROWLER IS THE GENT YOU WANT TO TALK TO ABOUT THE KILLING-- NOT ME!

GET AN AMBULANCE OVER HERE-- ON THE DOUBLE!

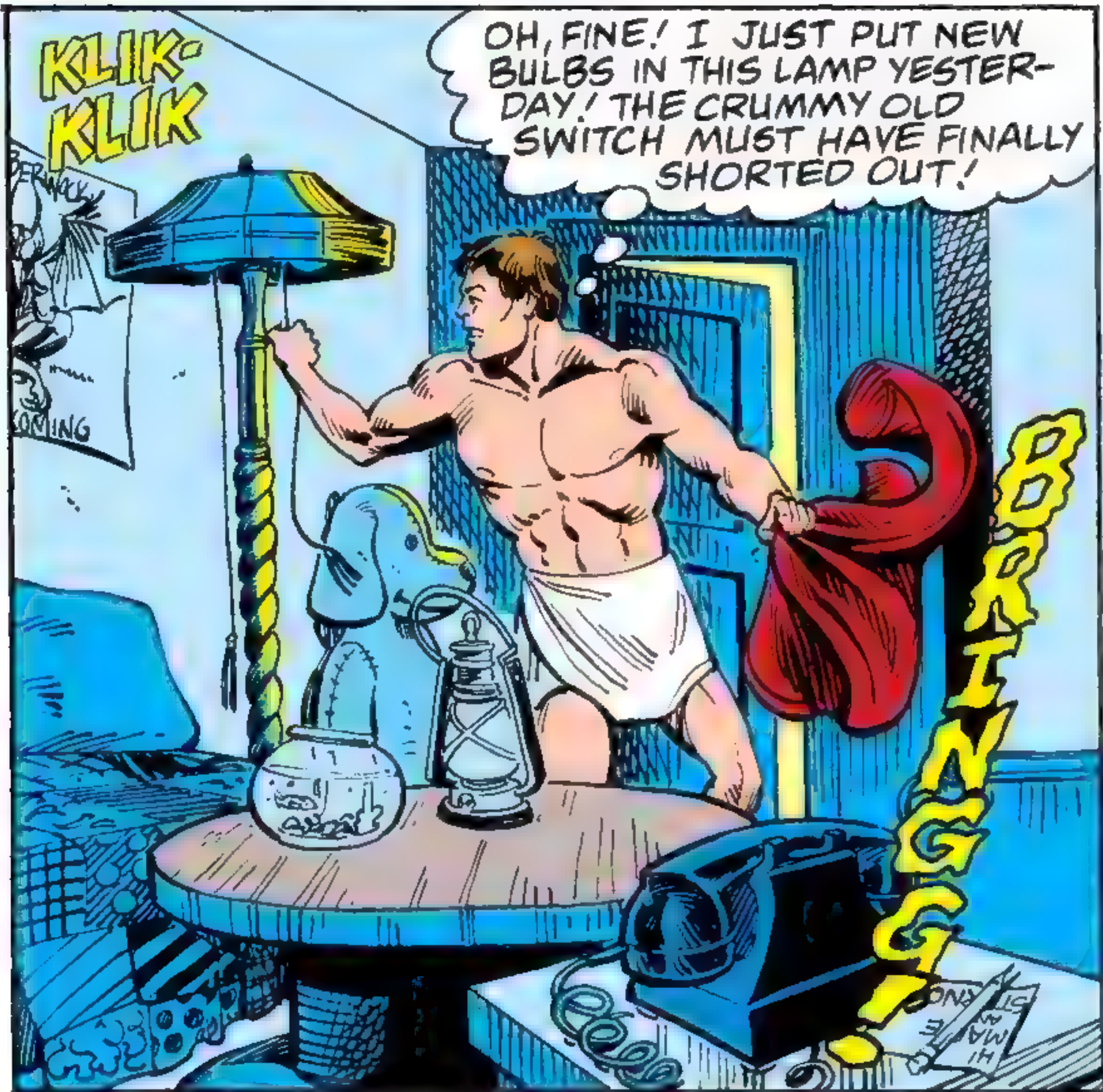




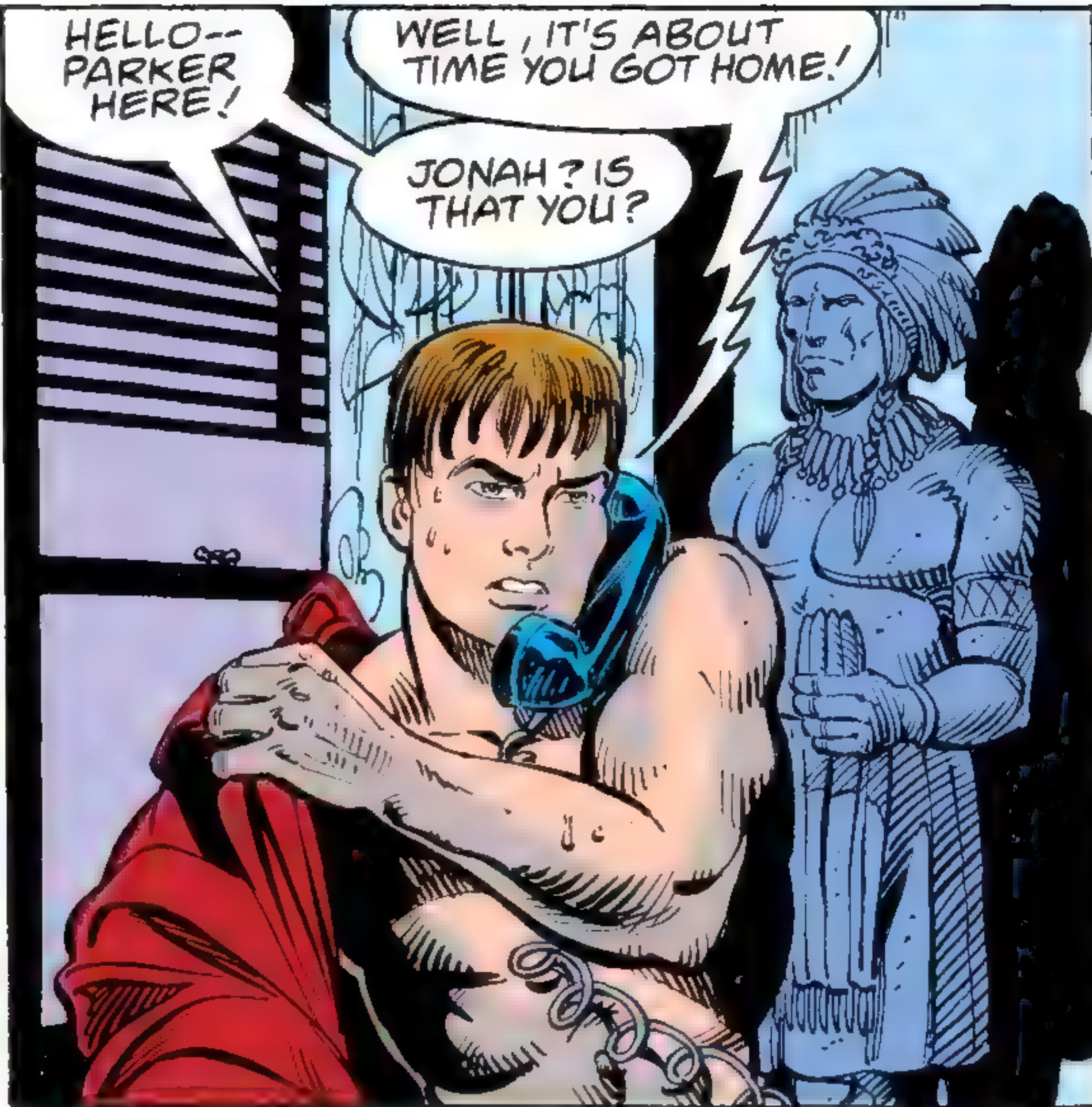








OH, FINE! I JUST PUT NEW BULBS IN THIS LAMP YESTERDAY! THE CRUMMY OLD SWITCH MUST HAVE FINALLY SHORTED OUT!



HELLO--PARKER HERE!

WELL, IT'S ABOUT TIME YOU GOT HOME!

JONAH? IS THAT YOU?



OF COURSE IT'S ME! THEY CAN'T KEEP J. JONAH JAMESON OUT OF CIRCULATION FOR LONG! ROBBIE TELLS ME YOU'RE STILL WORKING FOR THAT RAG, THE **GLOBE**!

WELL, JONAH, YOU DID FIRE ME... AND THE **GLOBE** DOES PAY BETTER!



SO THAT'S IT! YOU'RE SO WILLING TO SELL OUT YOUR FRIENDS HERE AT THE **BUGLE** FOR A FEW EXTRA BUCKS, EH? WHY, WHEN I WAS YOUR AGE--!

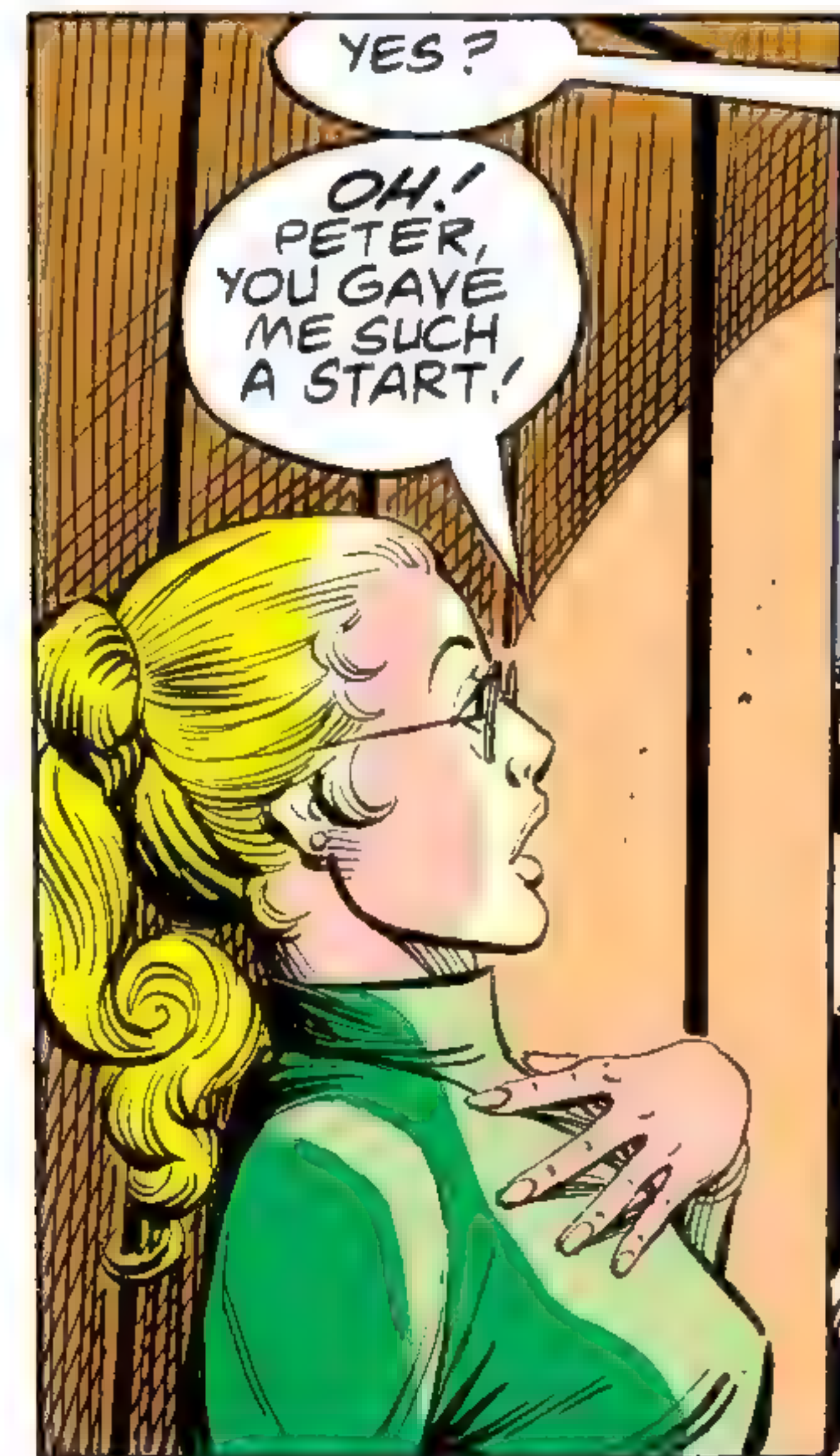


**TWENTY MINUTES LATER...**

BOY, I THOUGHT HE'D NEVER HANG UP! WHY DO I GET THE FEELING THAT JONAH WANTS ME BACK?!

OH, WELL, I GUESS I'D BETTER FIX THAT LAMP...

...BUT FIRST I'LL ANSWER THE DOOR!



YES?

OH! PETER, YOU GAVE ME SUCH A START!



DEB? DEB WHITMAN? WHAT'RE YOU--?



OH... AH... I WAS IN THE NEIGHBORHOOD, AND I THOUGHT I'D JUST... DROP BY!

WELL, THEN... ENTER OPENLY AND OF YOUR OWN FREE WILL! THE SEANCE STARTS AS SOON AS I FIX MY LAMP!









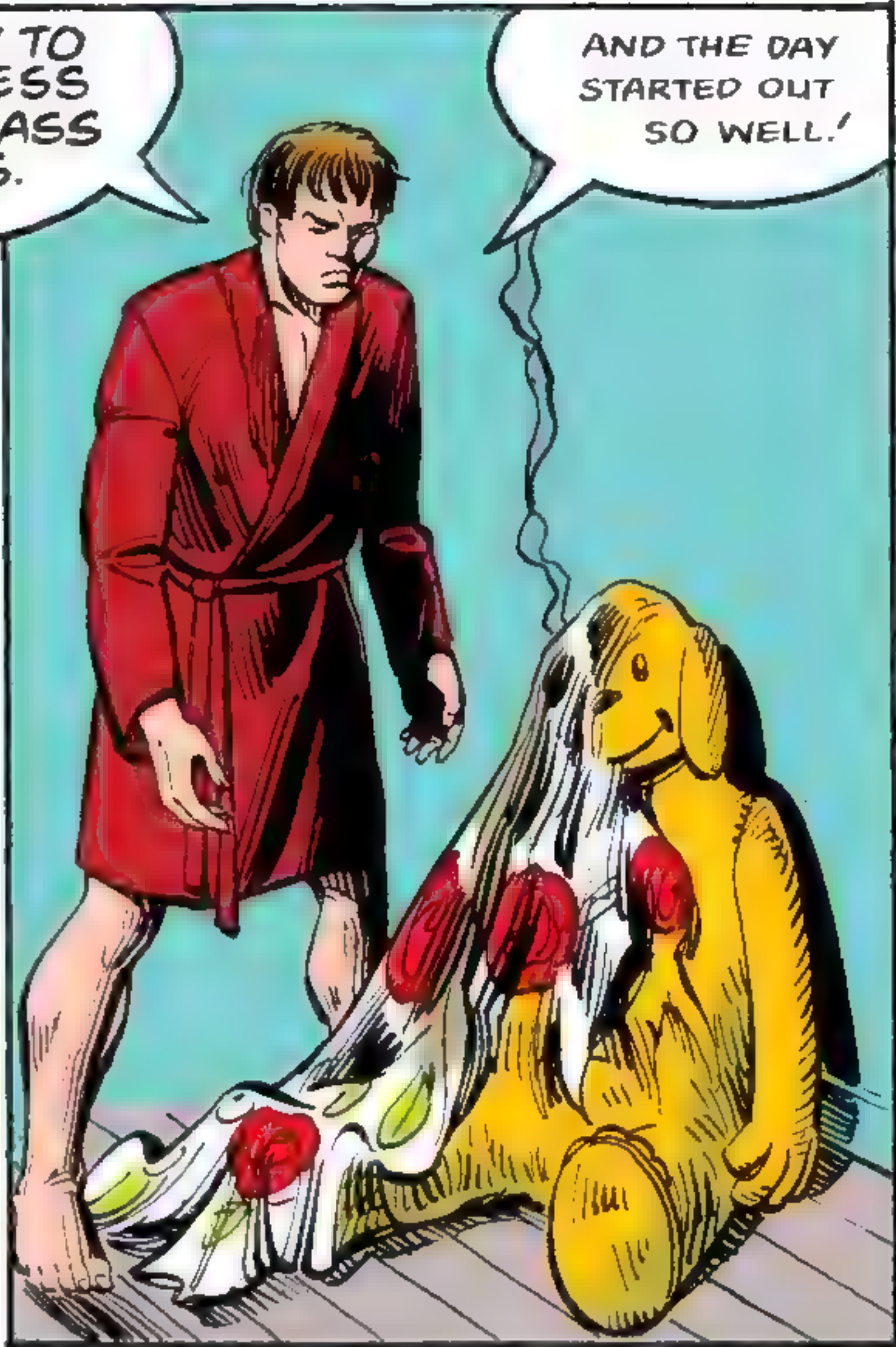
AND THEN I WON'T HAVE TO EXPLAIN WHY A SPIDER-MAN SUIT IS HANGING IN MY BATHROOM.

THERE! THE FIRE'S OUT!



-- AND THERE'S NOTHING TO... WORRY... ABOUT?

EXCEPT HOW TO UNSTICK A MESS OF FIBERGLASS CURTAINS.

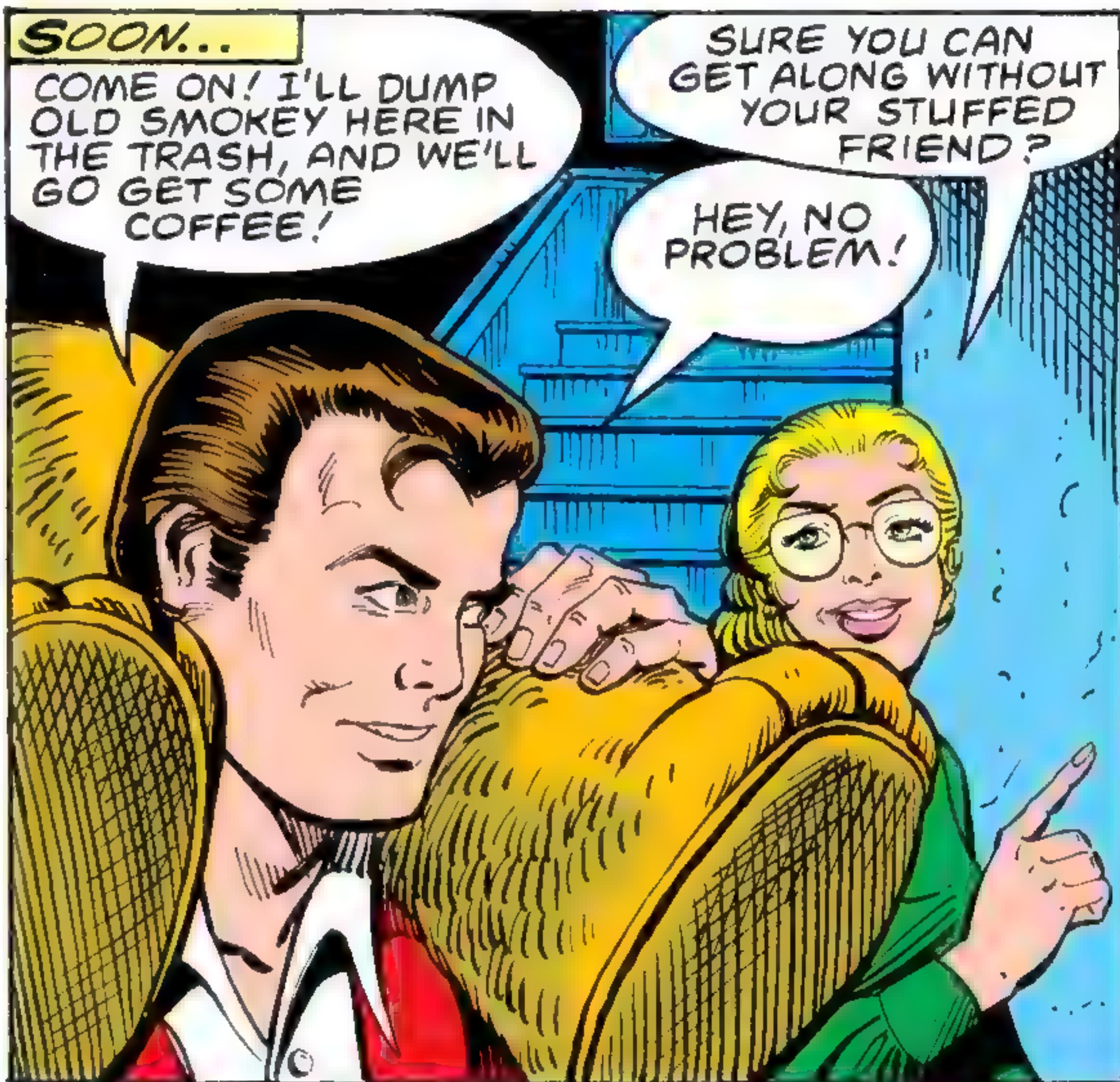


AND THE DAY STARTED OUT SO WELL!



HA-HA-HA! OH, PETER-- FORGIVE ME, BUT THE LOOK ON YOUR FACE! HAH-HA!

I DO LOOK PRETTY FUNNY, DON'T I--?



SOON...

COME ON! I'LL DUMP OLD SMOKEY HERE IN THE TRASH, AND WE'LL GO GET SOME COFFEE!

HEY, NO PROBLEM!

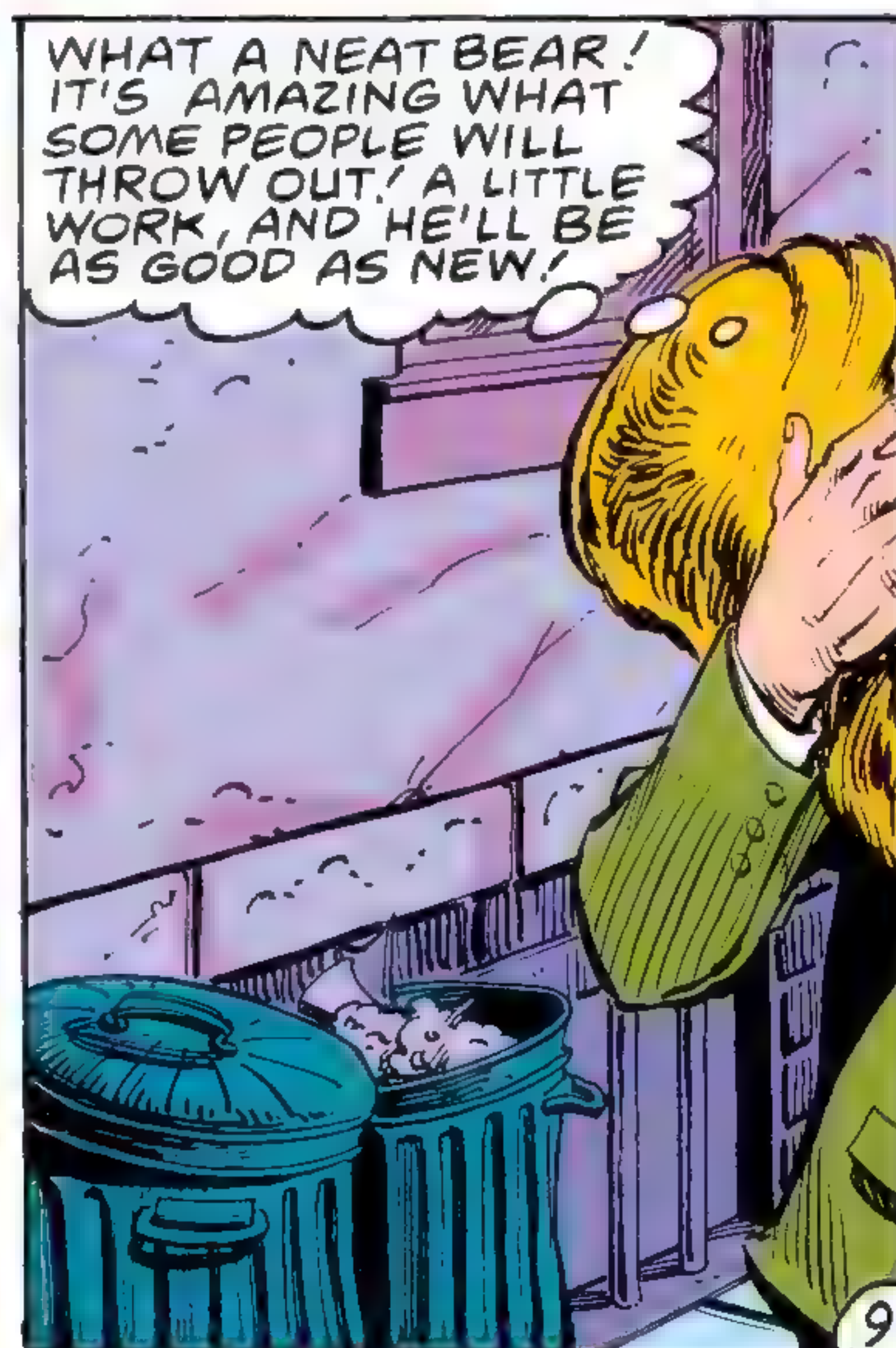


-- I ALWAYS FELT IT WAS SILLY FOR A GROWN MAN TO HAVE A BIG STUFFED BEAR. IF IT HADN'T BEEN A GIFT, I'D HAVE DUMPED IT LONG AGO.



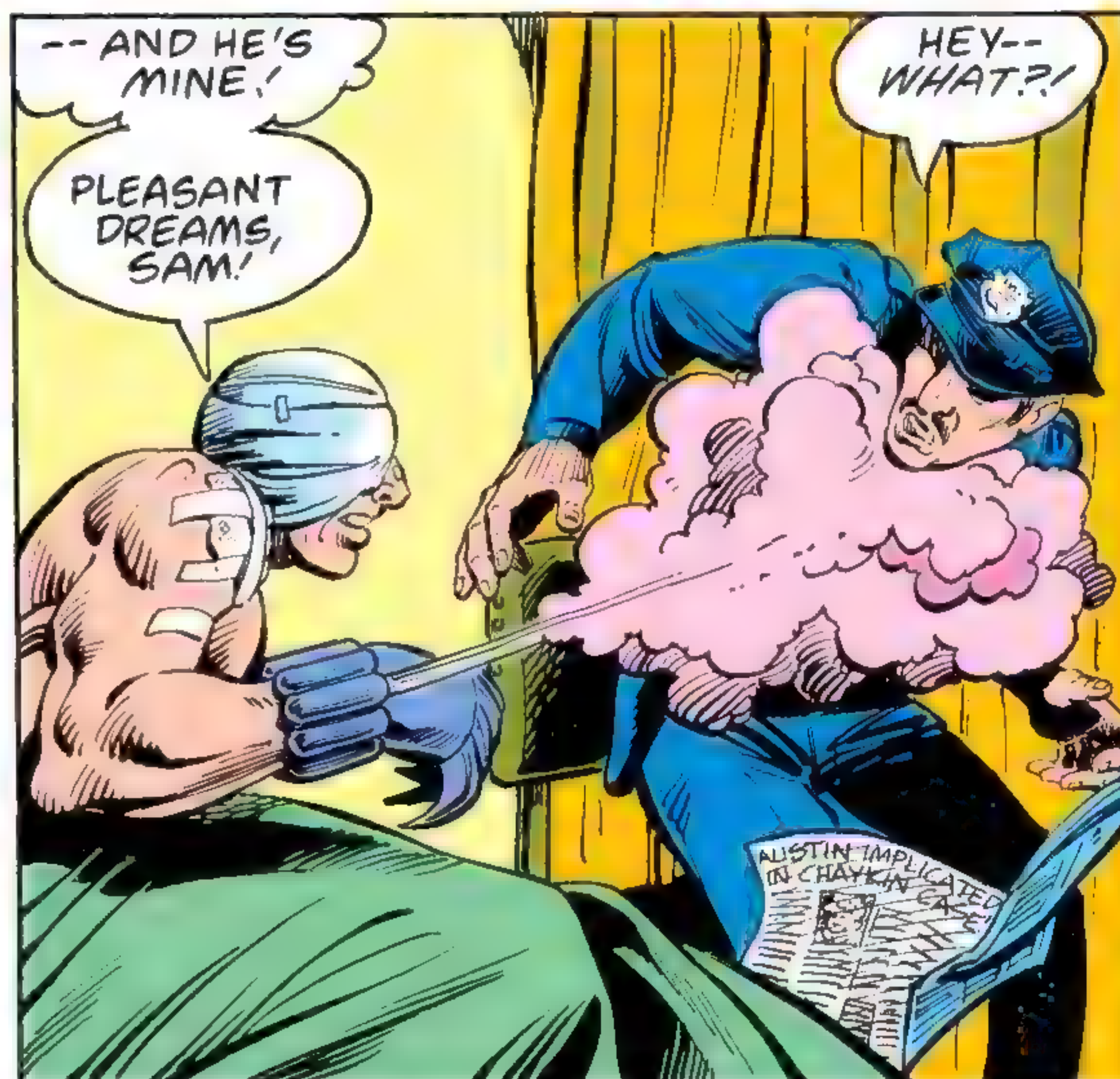
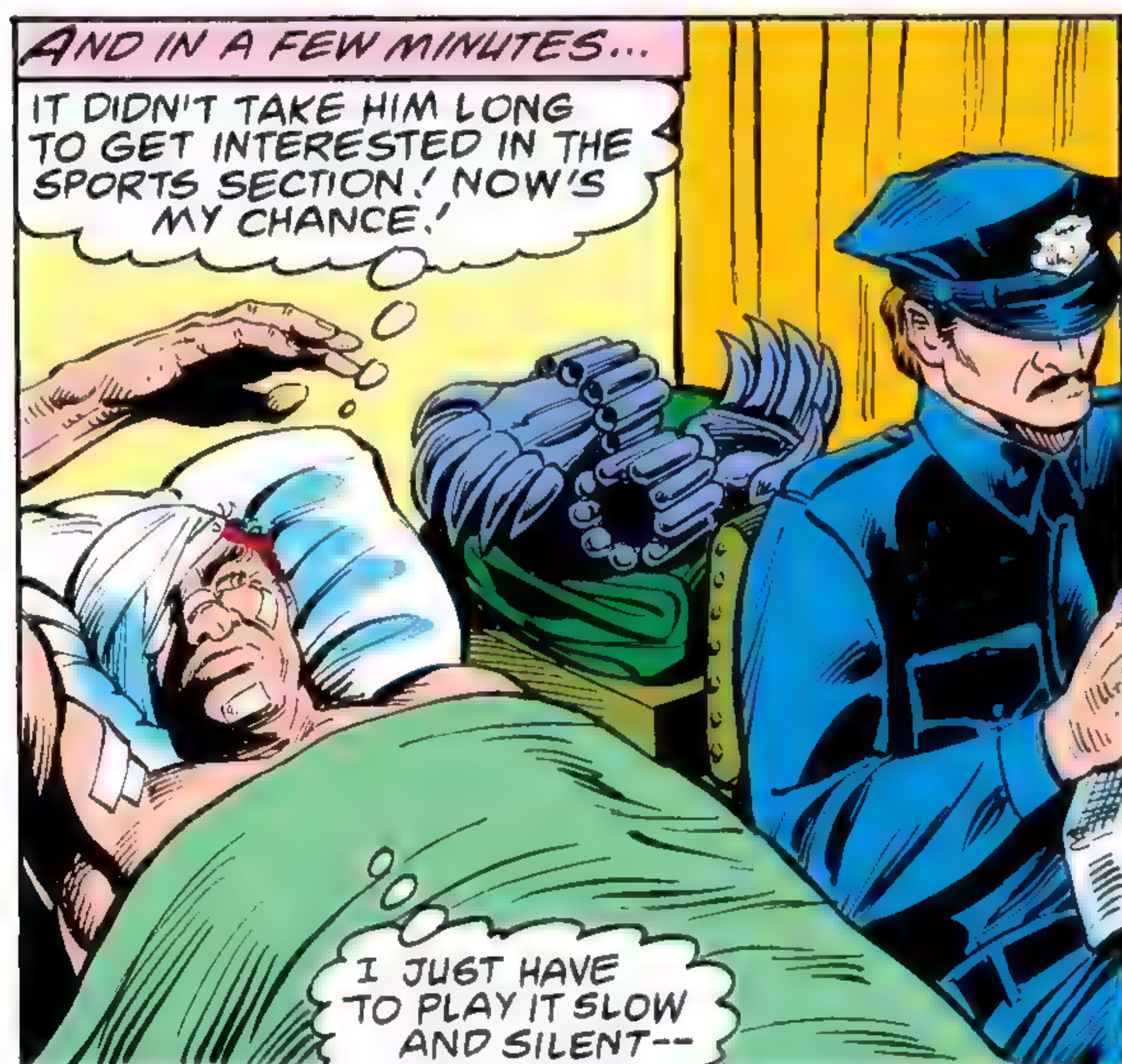
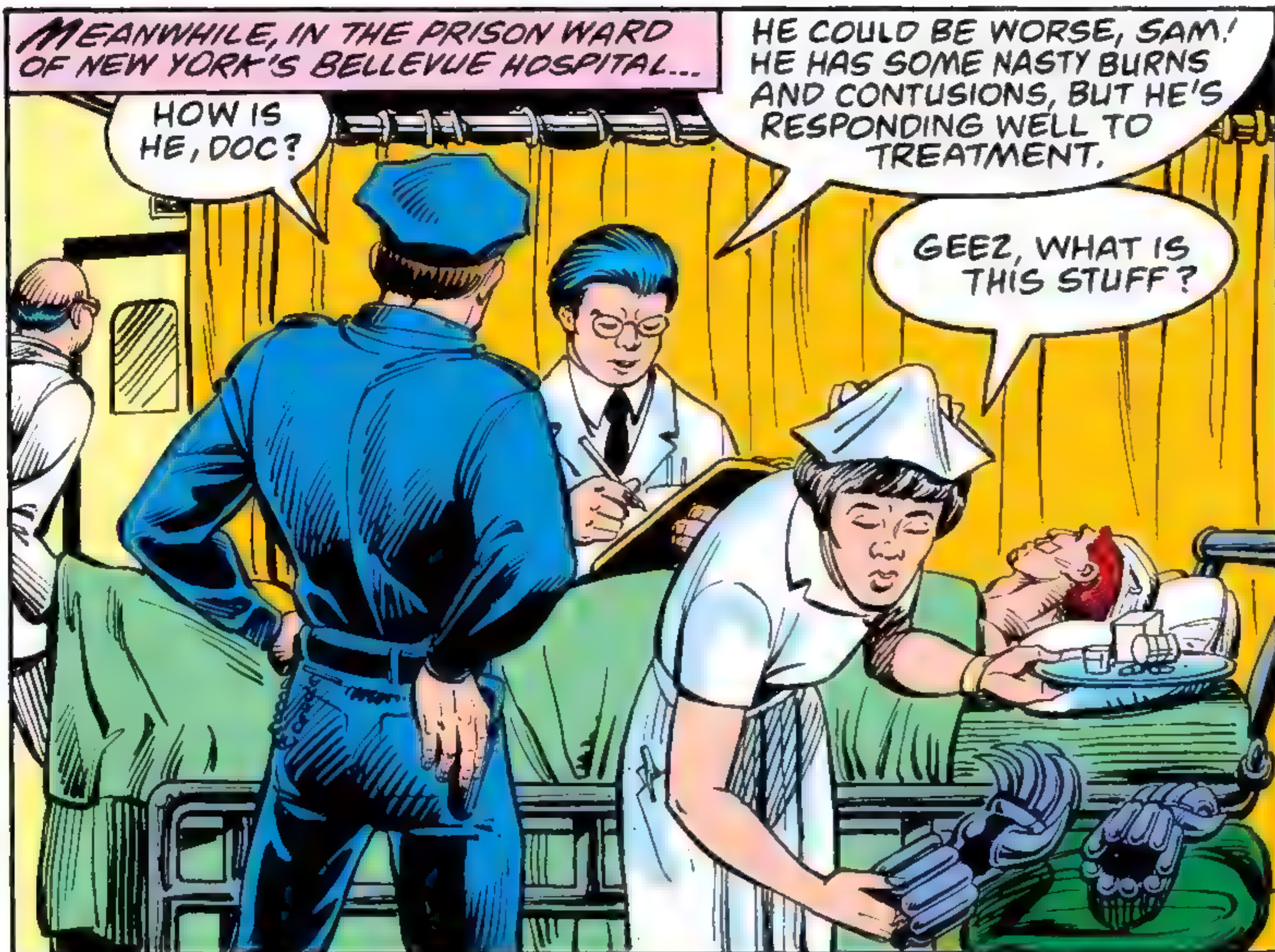
"AT LEAST I FINALLY HAVE AN EXCUSE TO GET RID OF IT!"

GOLLY!

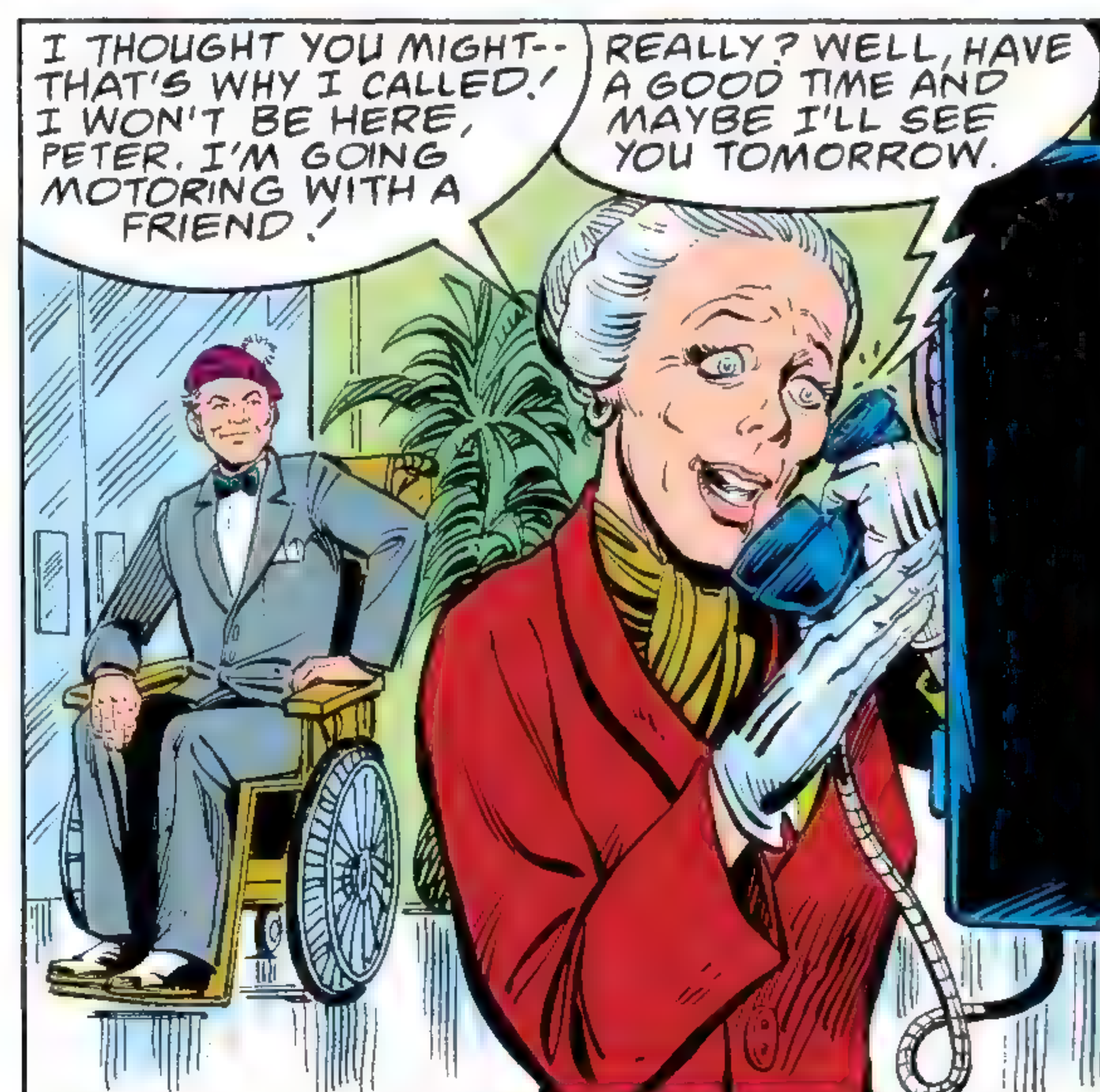
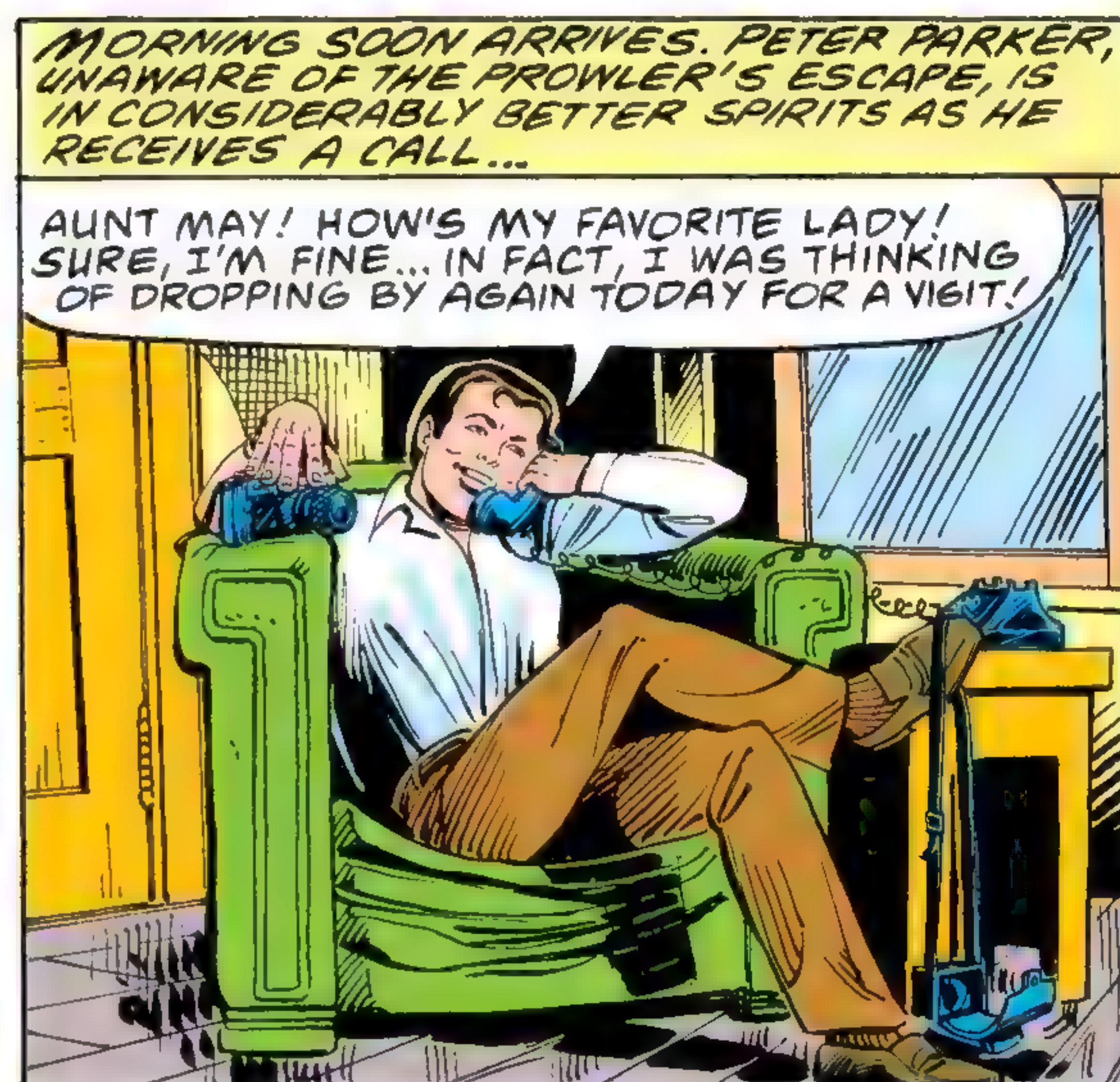
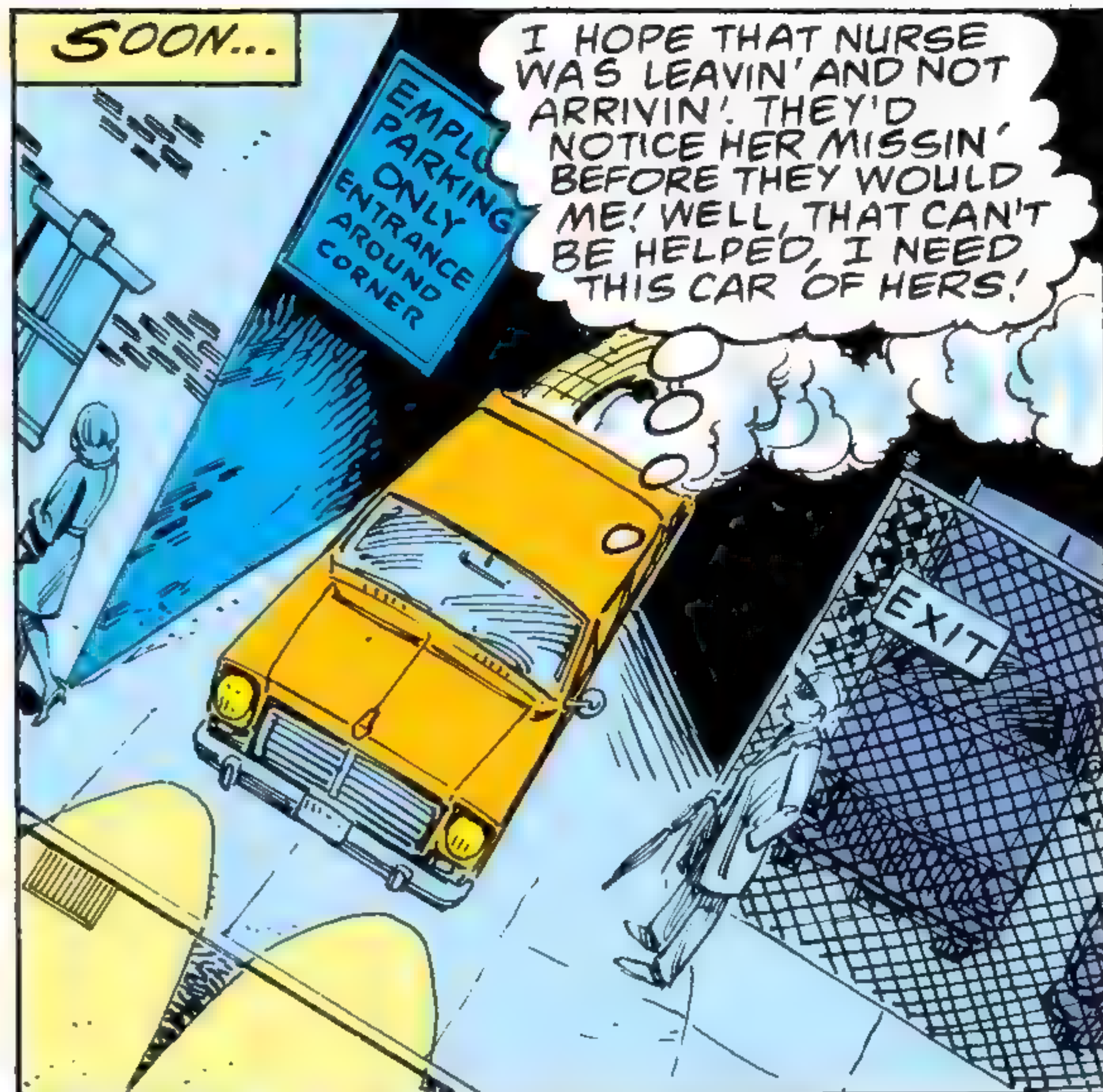
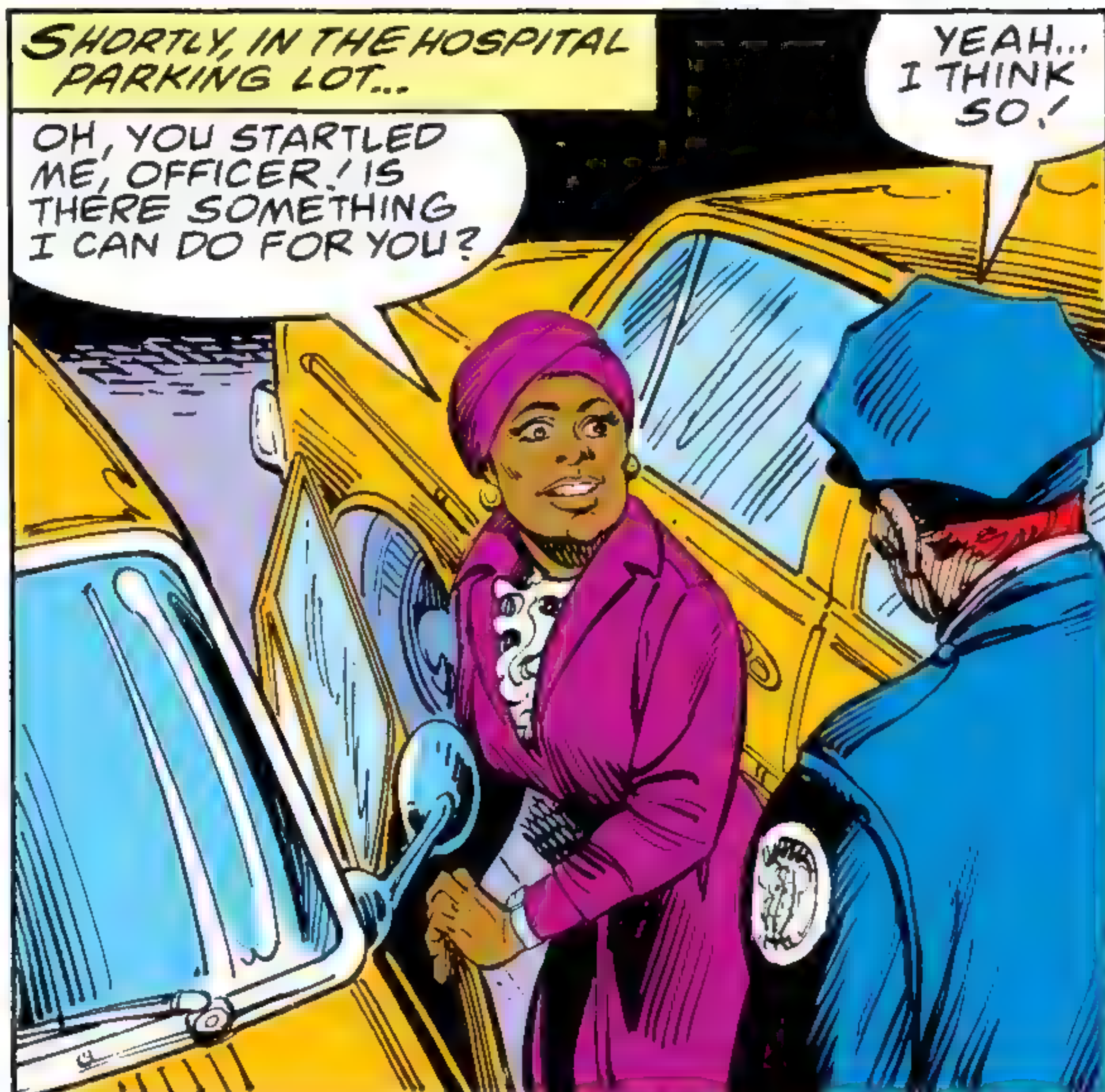


WHAT A NEAT BEAR! IT'S AMAZING WHAT SOME PEOPLE WILL THROW OUT! A LITTLE WORK, AND HE'LL BE AS GOOD AS NEW!

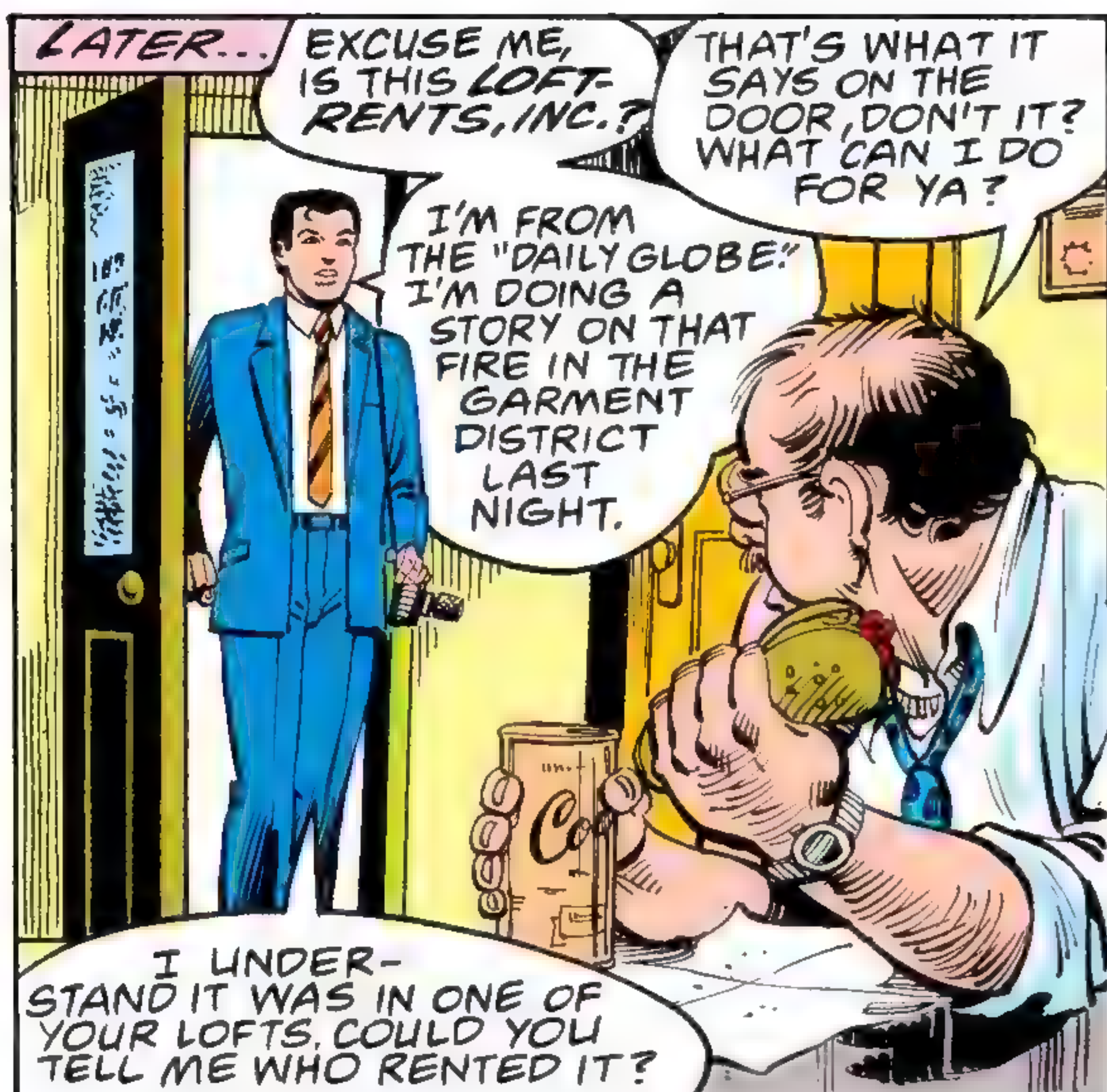














TWO ROLLS OF FILM LATER...

"SEND ME A DOZEN PRINTS," HE SAYS. "I'LL SEND HIM HIS PRINTS, ALL RIGHT... AND WAIT TILL HE SEES THE BILL! HAH!"

ANYWAY, I'VE GOT A REAL LEAD IN MRS. VAUGHN-POPE! ACCORDING TO SANDY, SHE HAD SOME SORT OF FASHION BUSINESS THAT ROD KINGSLEY BOUGHT OUT!

FROM WHAT I'VE SEEN OF OL' RODDY, I'LL BET THE TRANSACTION WASN'T PLEASANT! IT'S A CINCH THAT DESIREE VAUGHN-POPE *IS* BELLADONNA!

"NOW THAT I THINK ABOUT IT, IT SEEMS SCREAMINGLY CLEAR! BELLADONNA BEARS QUITE A RESEMBLANCE-- EVEN IN HER DISGUISE -- TO DESIREE!"



SOON, AT DESIREE'S PLUSH SOHO APARTMENT...



THERE SHE IS NOW! I WONDER HOW SHE'D REACT TO A LITTLE OLD SPIDER-MAN SURPRISE?!

ALIGHTING ON THE BALCONY, SPIDER-MAN FLIPS A SWITCH ON THE BELT BENEATH HIS SHIRT, SPOTLIGHTING THE WOMAN IN HIS SPIDER-SIGNAL!

BELLADONNA!



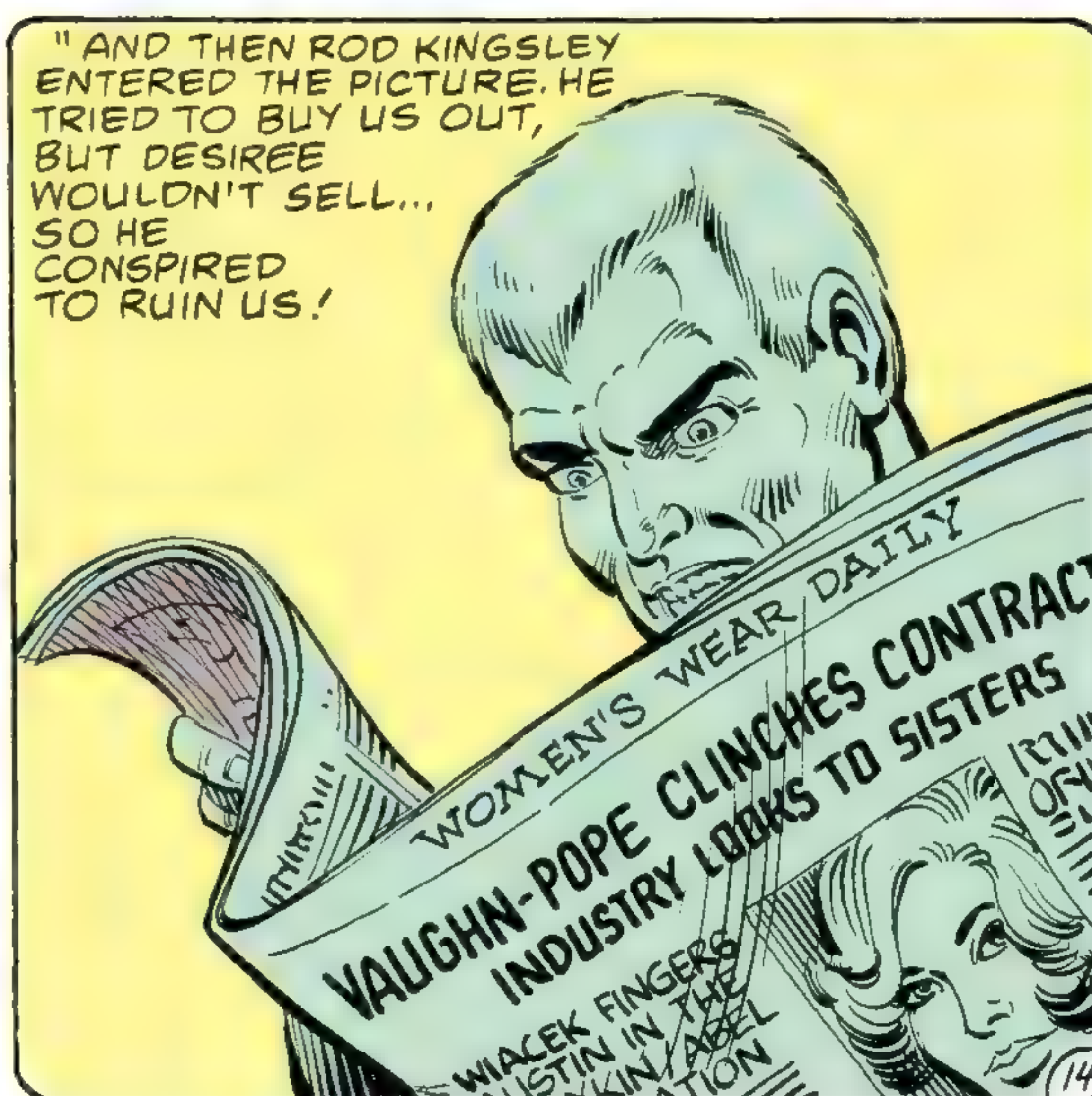
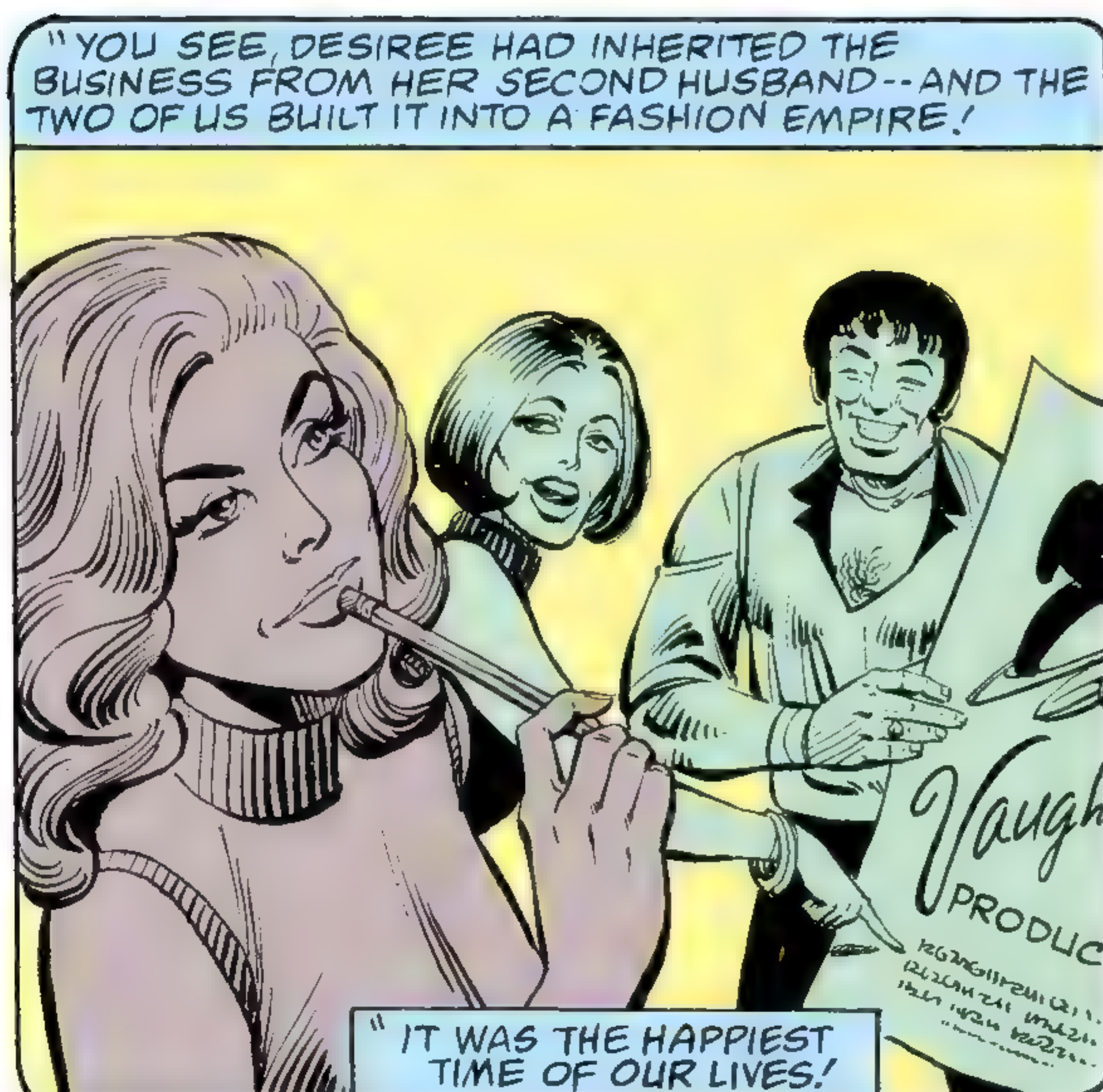
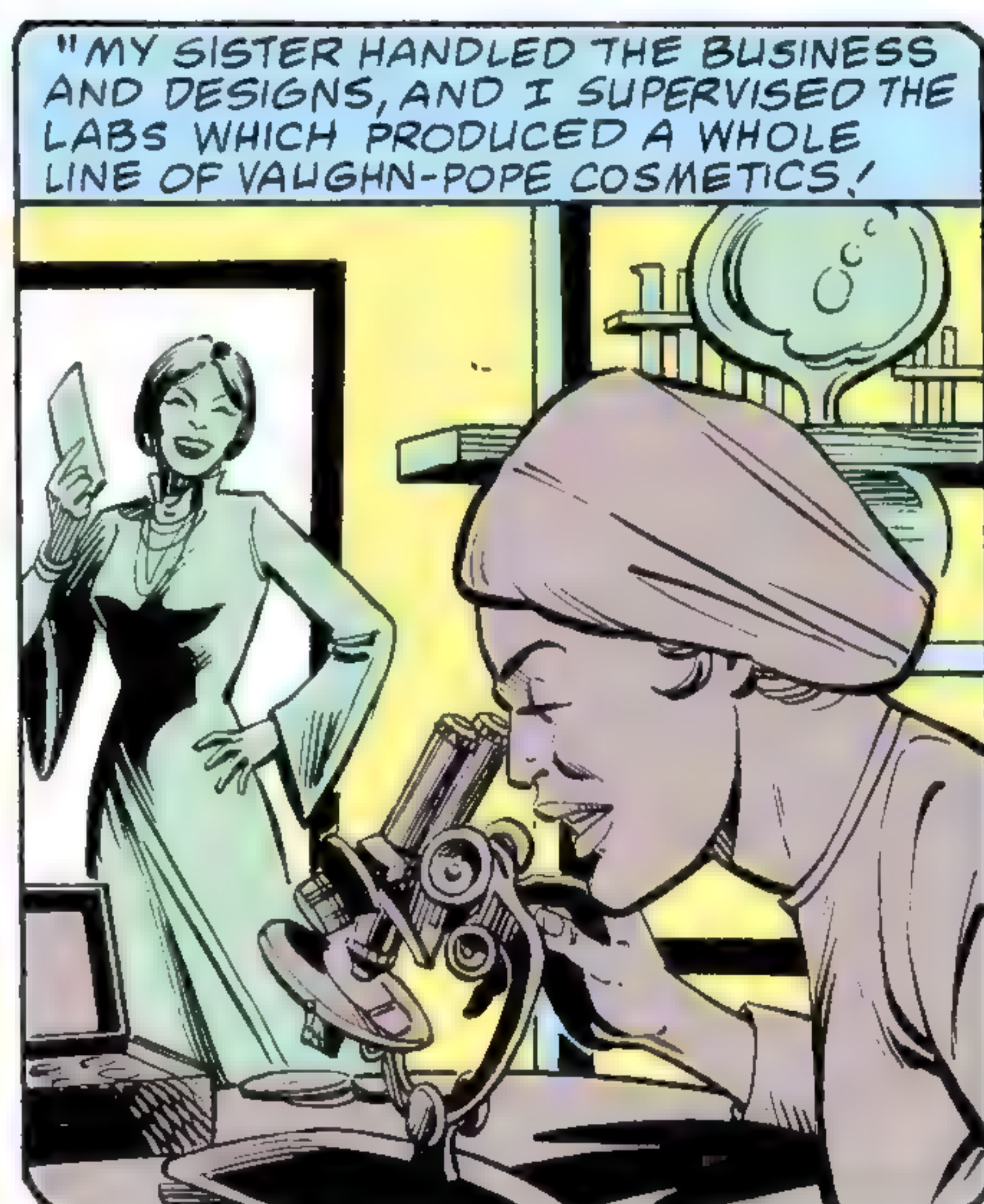
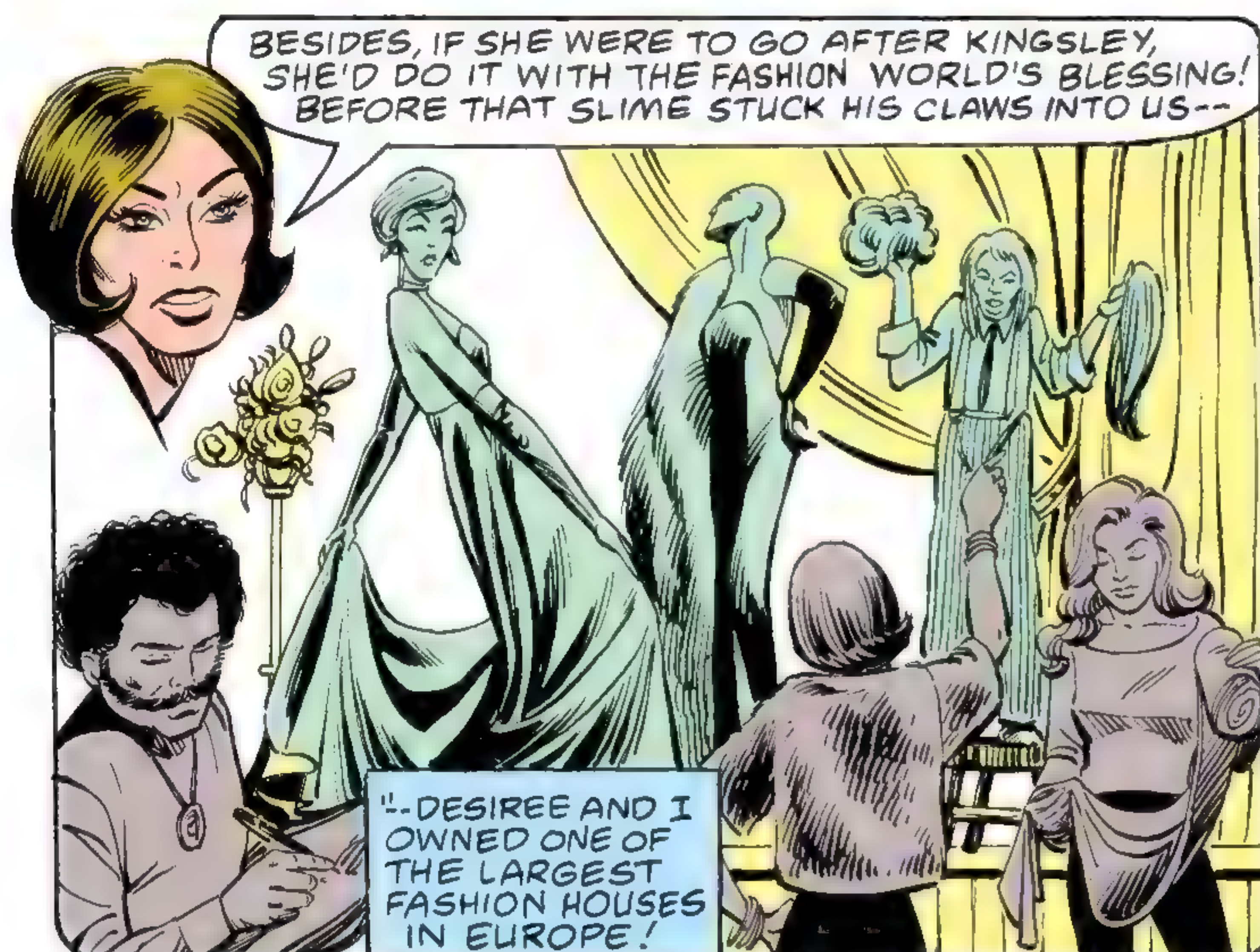
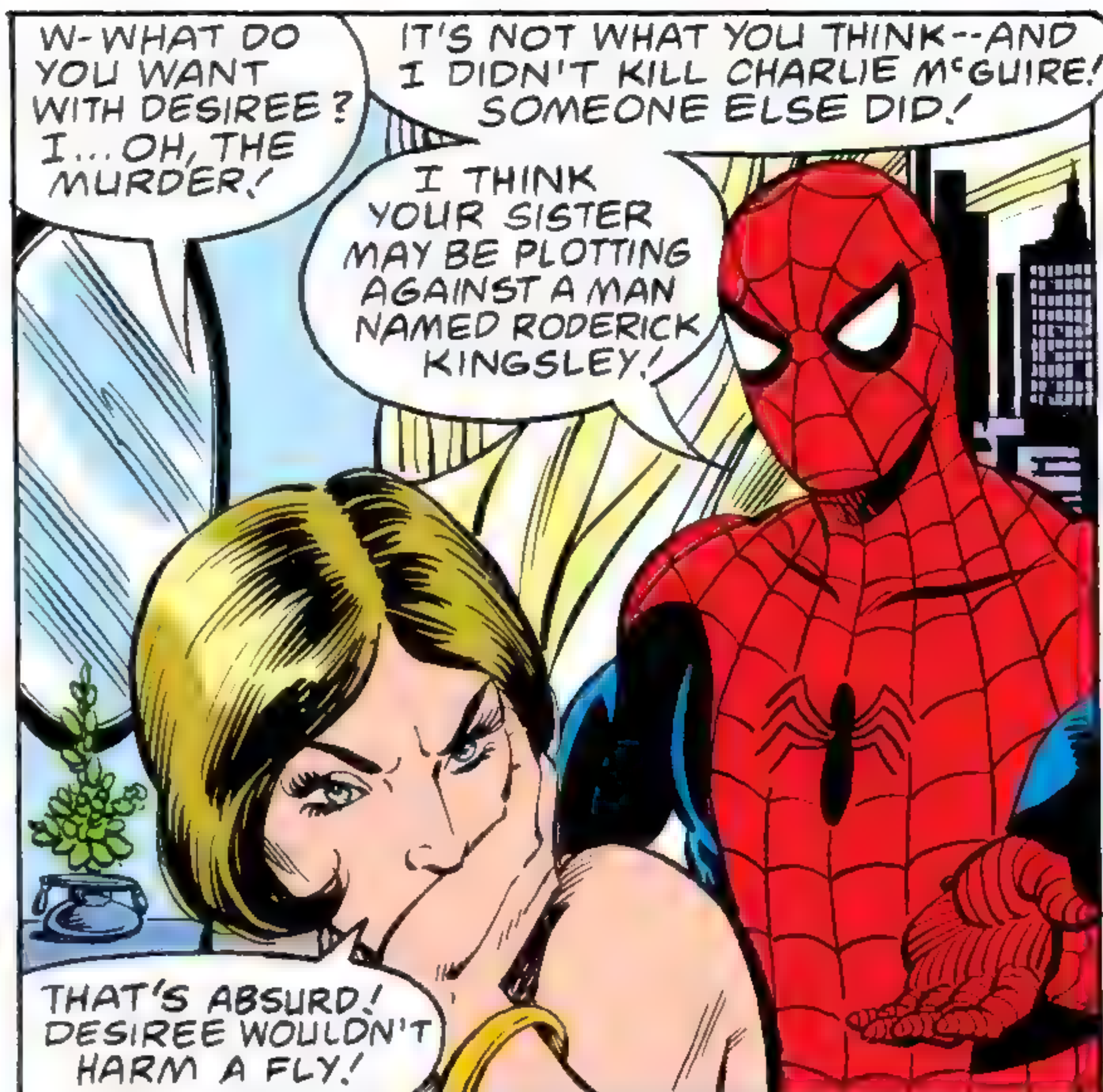
OH!!

NOWHERE TO RUN, THIS TIME, LADY! I KNOW WHO YOU ARE!

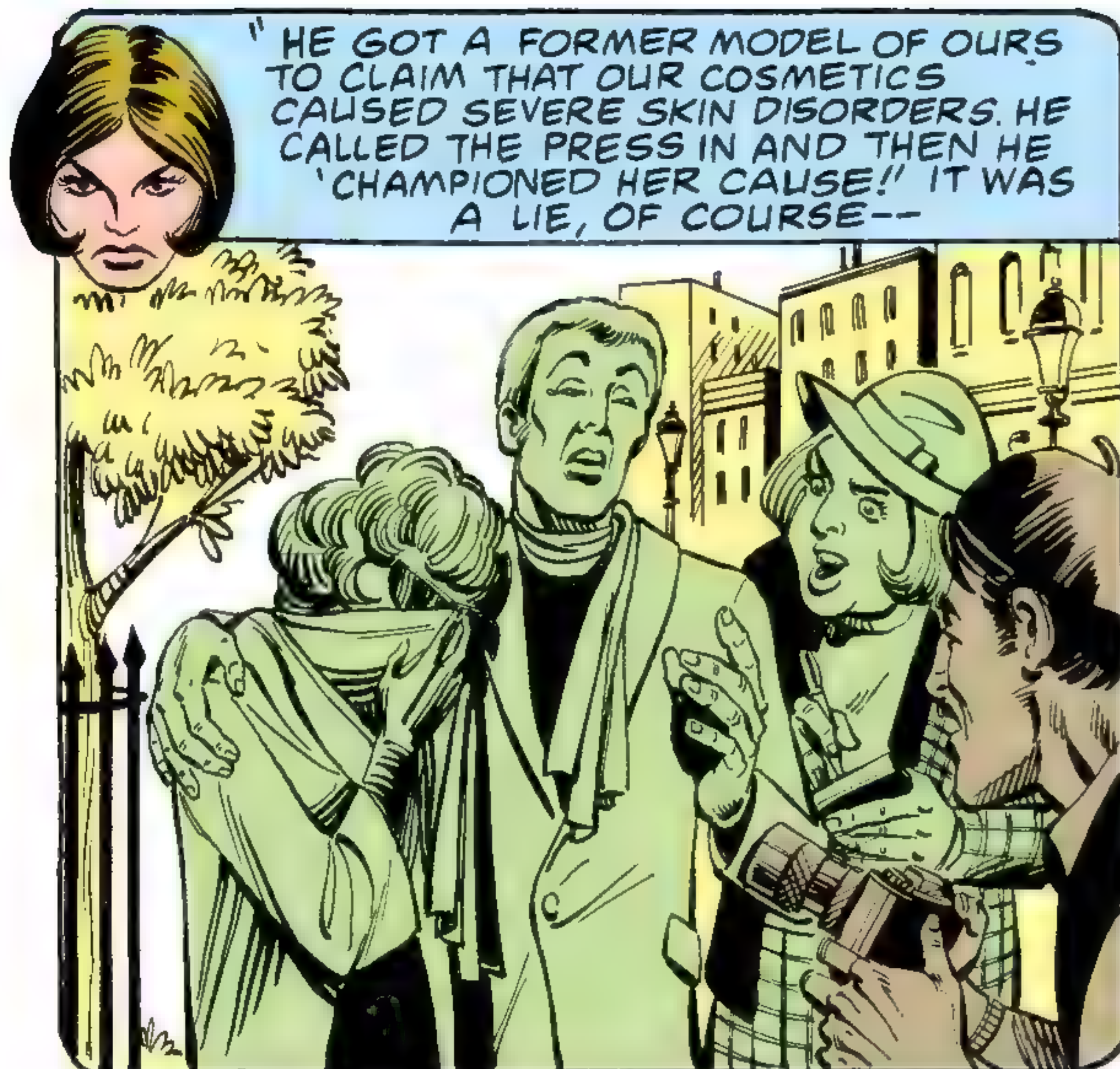
SPIDER-MAN!  
N-N-NO!



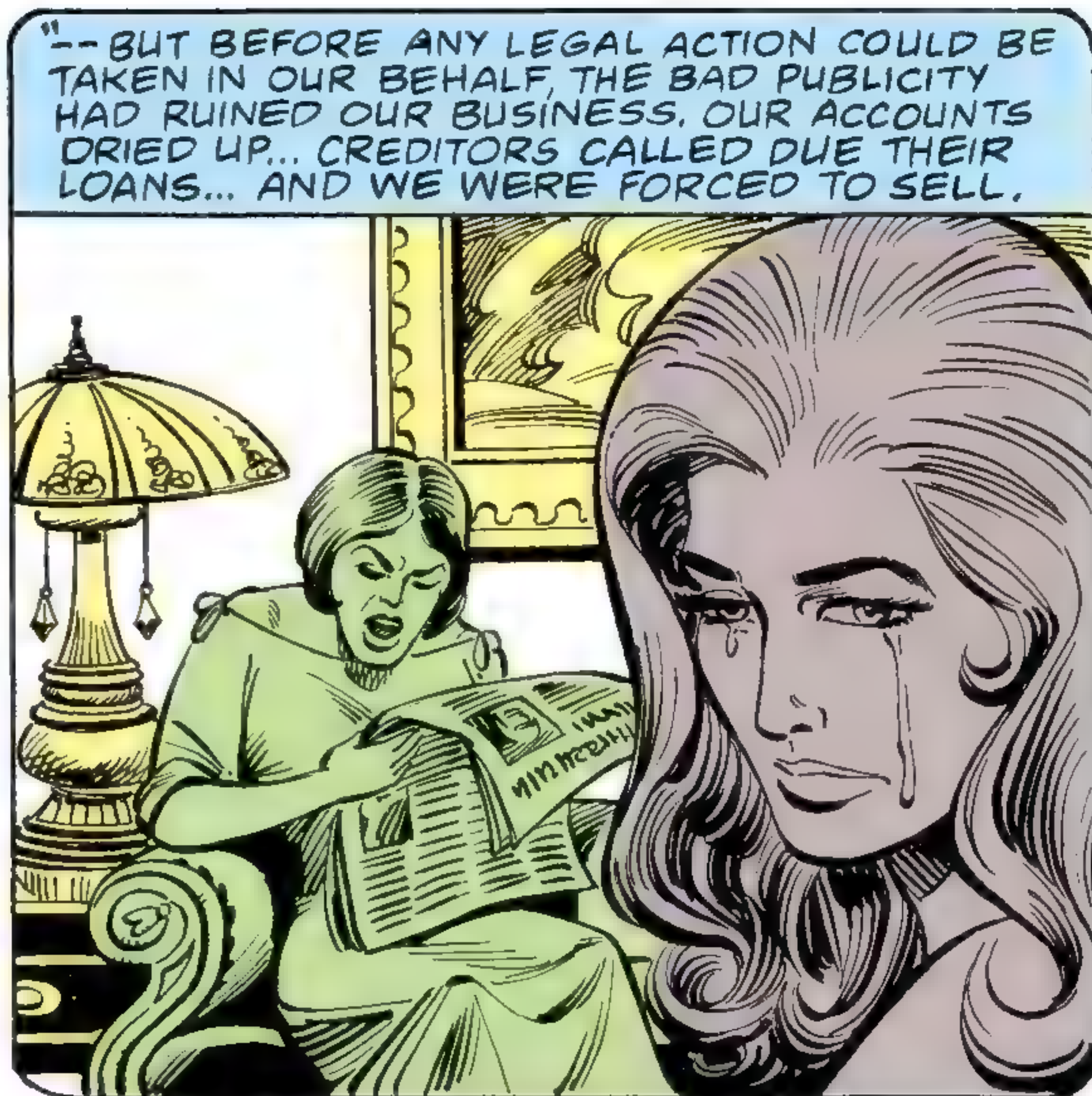








"HE GOT A FORMER MODEL OF OURS TO CLAIM THAT OUR COSMETICS CAUSED SEVERE SKIN DISORDERS. HE CALLED THE PRESS IN AND THEN HE 'CHAMPIONED HER CAUSE!' IT WAS A LIE, OF COURSE--

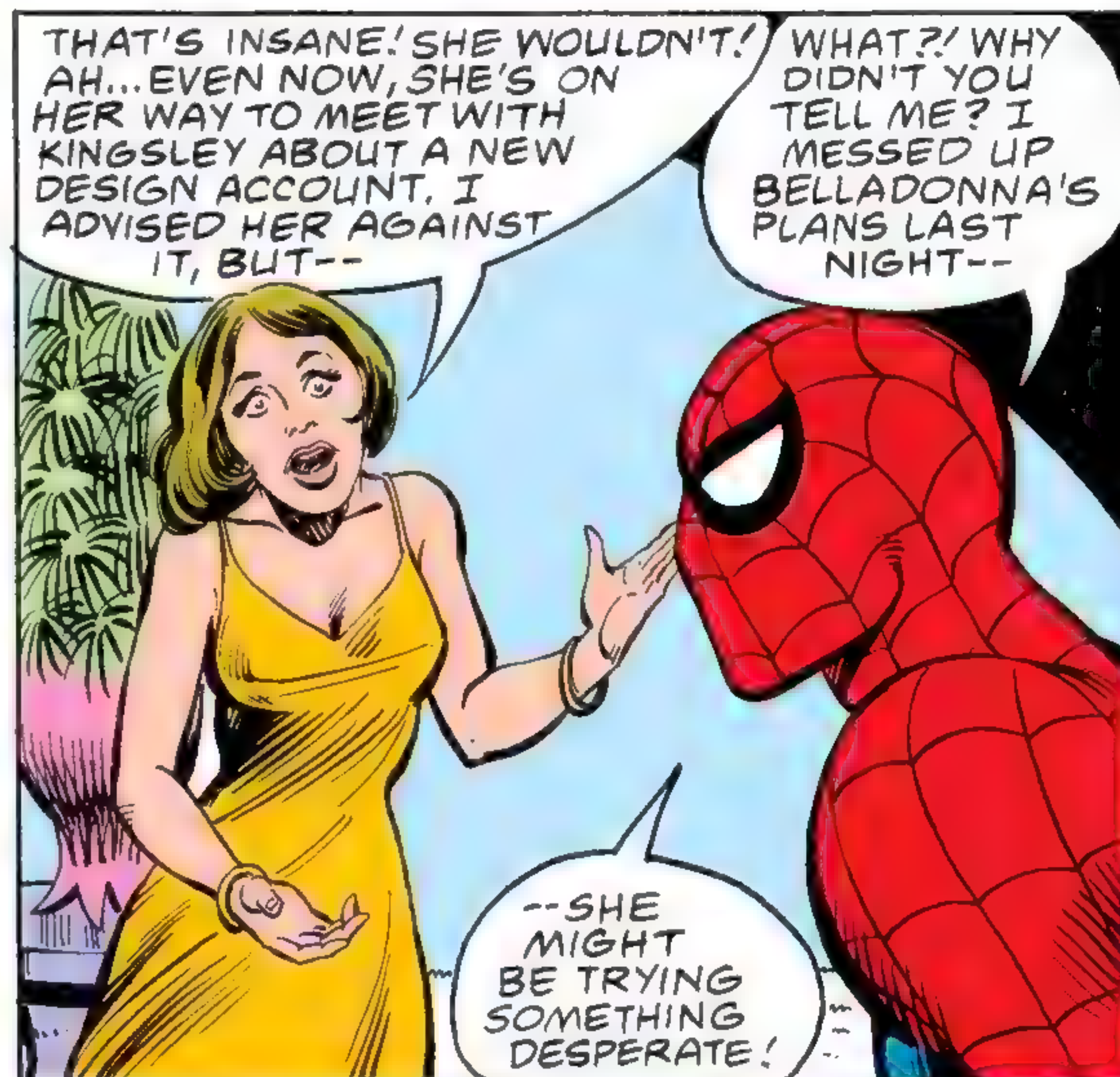


-- BUT BEFORE ANY LEGAL ACTION COULD BE TAKEN IN OUR BEHALF, THE BAD PUBLICITY HAD RUINED OUR BUSINESS. OUR ACCOUNTS DRIED UP... CREDITORS CALLED DUE THEIR LOANS... AND WE WERE FORCED TO SELL.



WE CAME BACK TO THE STATES TO START OVER, BUT IT HASN'T BEEN THE SAME. I ALMOST WISH MY SISTER **WOULD** PLOT AGAINST ROD KINGSLEY!

UNLESS I MISS MY GUESS, SHE HAS! I THINK YOUR SISTER'S BEEN DRESSING UP AS BELLADONNA AND SABOTAGING KINGSLEY'S OPERATION WITH SOME PRETTY DEADLY STUFF!



THAT'S INSANE! SHE WOULDN'T! AH...EVEN NOW, SHE'S ON HER WAY TO MEET WITH KINGSLEY ABOUT A NEW DESIGN ACCOUNT. I ADVISED HER AGAINST IT, BUT--

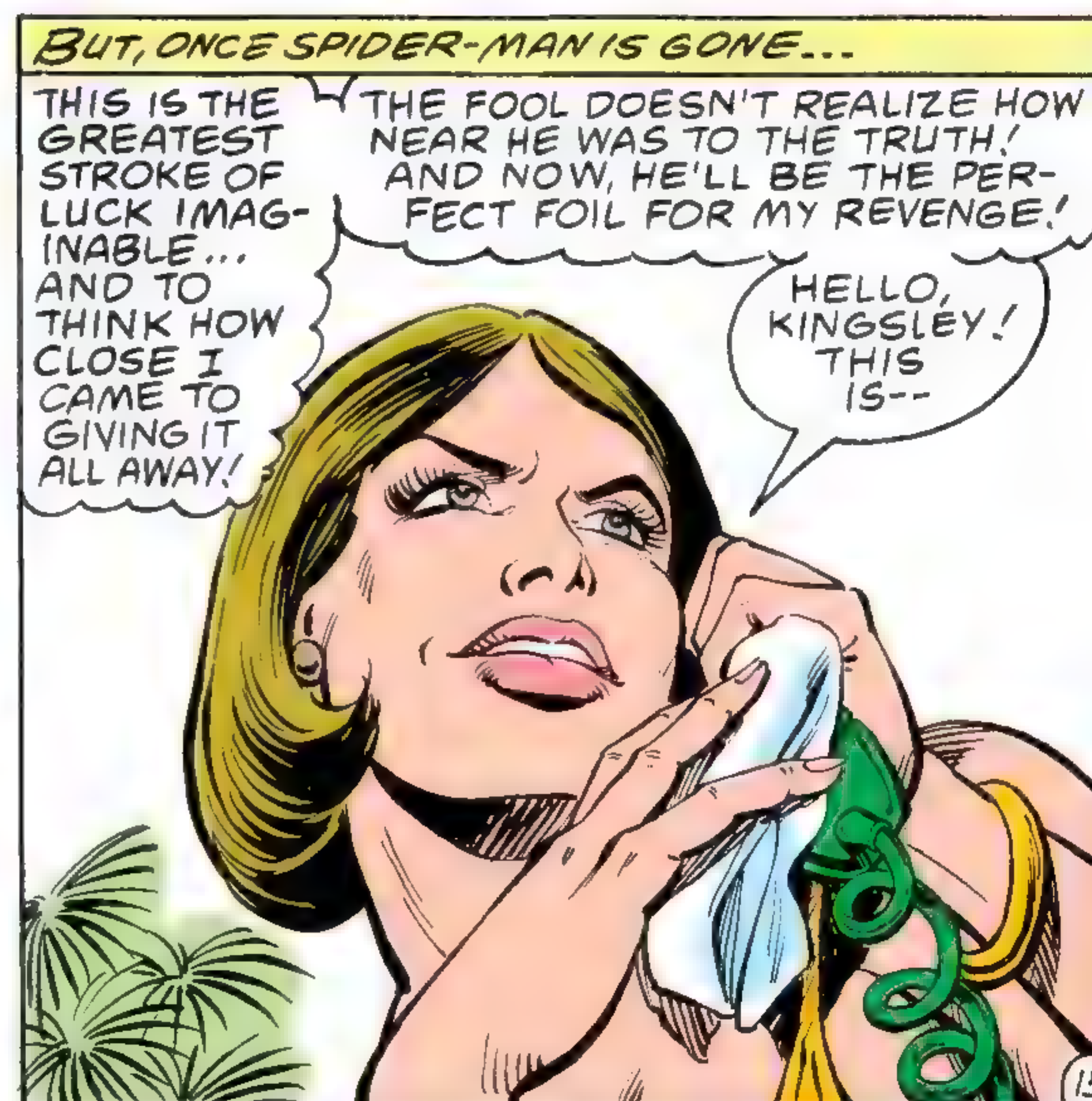
WHAT?! WHY DIDN'T YOU TELL ME? I MESSED UP BELLADONNA'S PLANS LAST NIGHT--

--SHE MIGHT BE TRYING SOMETHING DESPERATE!



WAIT! WHERE ARE YOU GOING? YOU'RE NOT GOING TO KINGSLEY'S?!

SORRY, LADY! I HAVE TO STOP YOUR SISTER BEFORE SHE COMMITS ANY MORE MAYHEM!



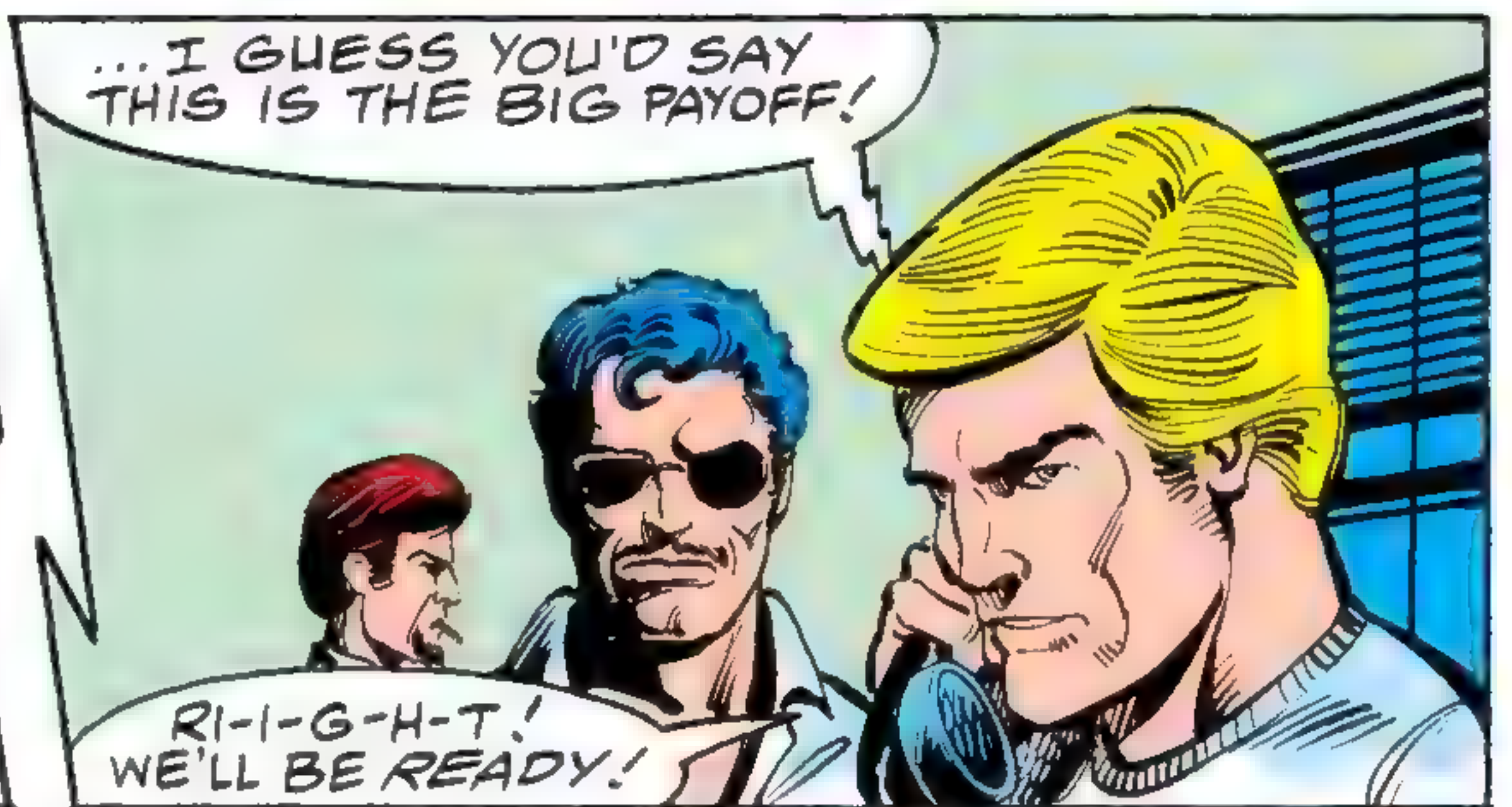
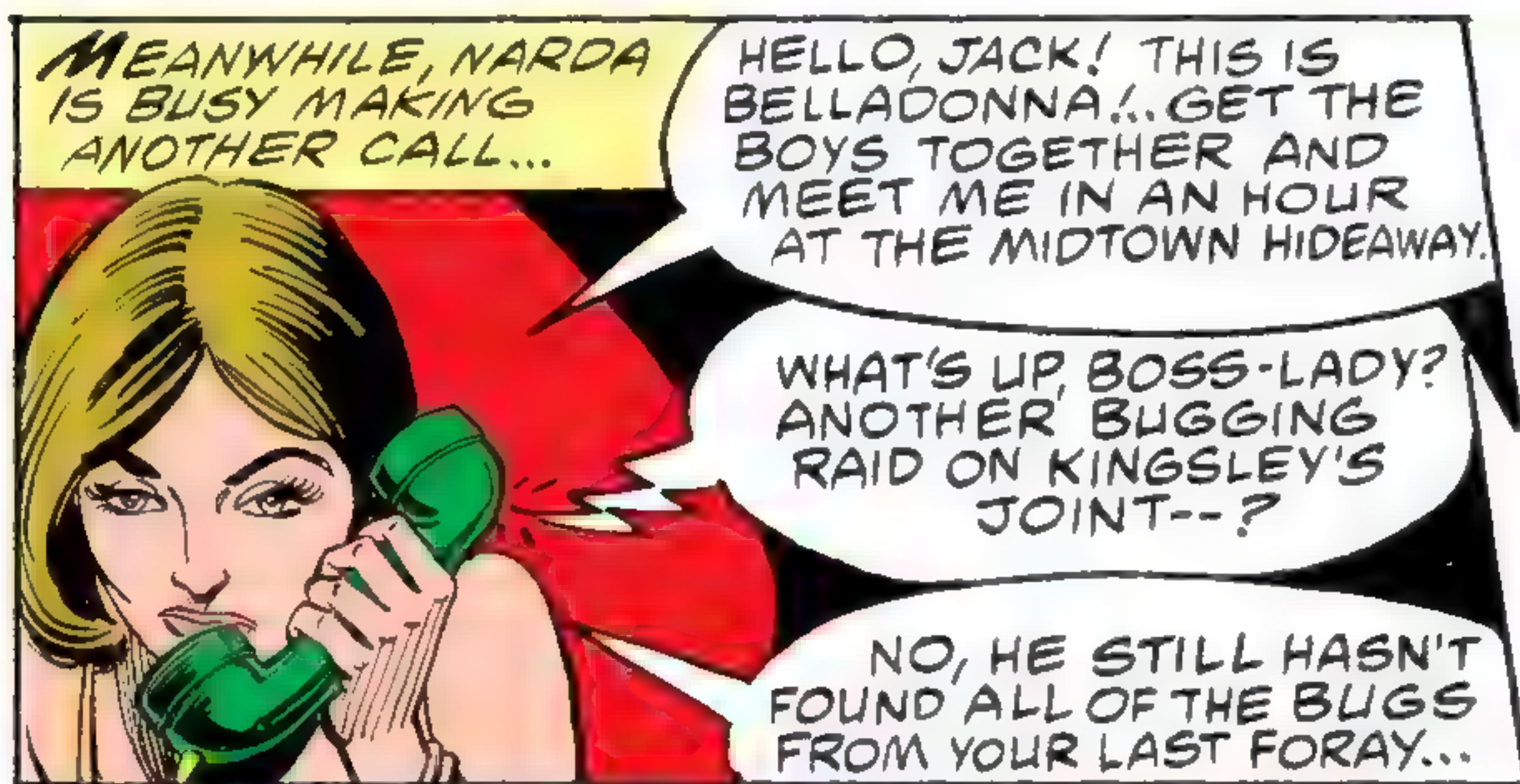
BUT, ONCE SPIDER-MAN IS GONE...

THIS IS THE GREATEST STROKE OF LUCK IMAGINABLE... AND TO THINK HOW CLOSE I CAME TO GIVING IT ALL AWAY!

THE FOOL DOESN'T REALIZE HOW NEAR HE WAS TO THE TRUTH! AND NOW, HE'LL BE THE PERFECT FOIL FOR MY REVENGE!

HELLO, KINGSLEY! THIS IS--







BACK AT THE SOHO APARTMENT, A BEDROOM DOOR OPENS AND...

NARDA, I DIDN'T HEAR YOU ENTER!

YOU WERE SLEEPING SO SOUNDLY, I COULDN'T BEAR TO DISTURB YOU, DESIREE!

YES, I GUESS I HAVE TURNED INTO A DAY-SLEEPER! WELL, I MUST BE OFF... I'M MEETING STEVE FOR COCKTAILS! CIAO!

SHE USED TO BE SO CONSCIENTIOUS! BUT SINCE THE BUSINESS FAILED, SHE'S BECOME LITTLE MORE THAN A LIBERTINE! IT KILLS ME TO SEE HER LIKE THIS!

KINGSLEY WILL PAY FOR THAT!!

...AND HE'LL PAY FOR IT TODAY!

HELLO, POLICE--? I HAVE SOME INFORMATION THAT SHOULD INTEREST YOU!

SOON, IN THE STUDIO...

WHERE IS HE? WHAT'S KEEPIN' HIM? WAS BELLADONNA JUST GOADING ME?

ON THE STREET BELOW...

THIS IS THE PLACE! KING-SLEY'S STUDIO MUST BE ON THE TOP FLOOR-- LET'S GO!

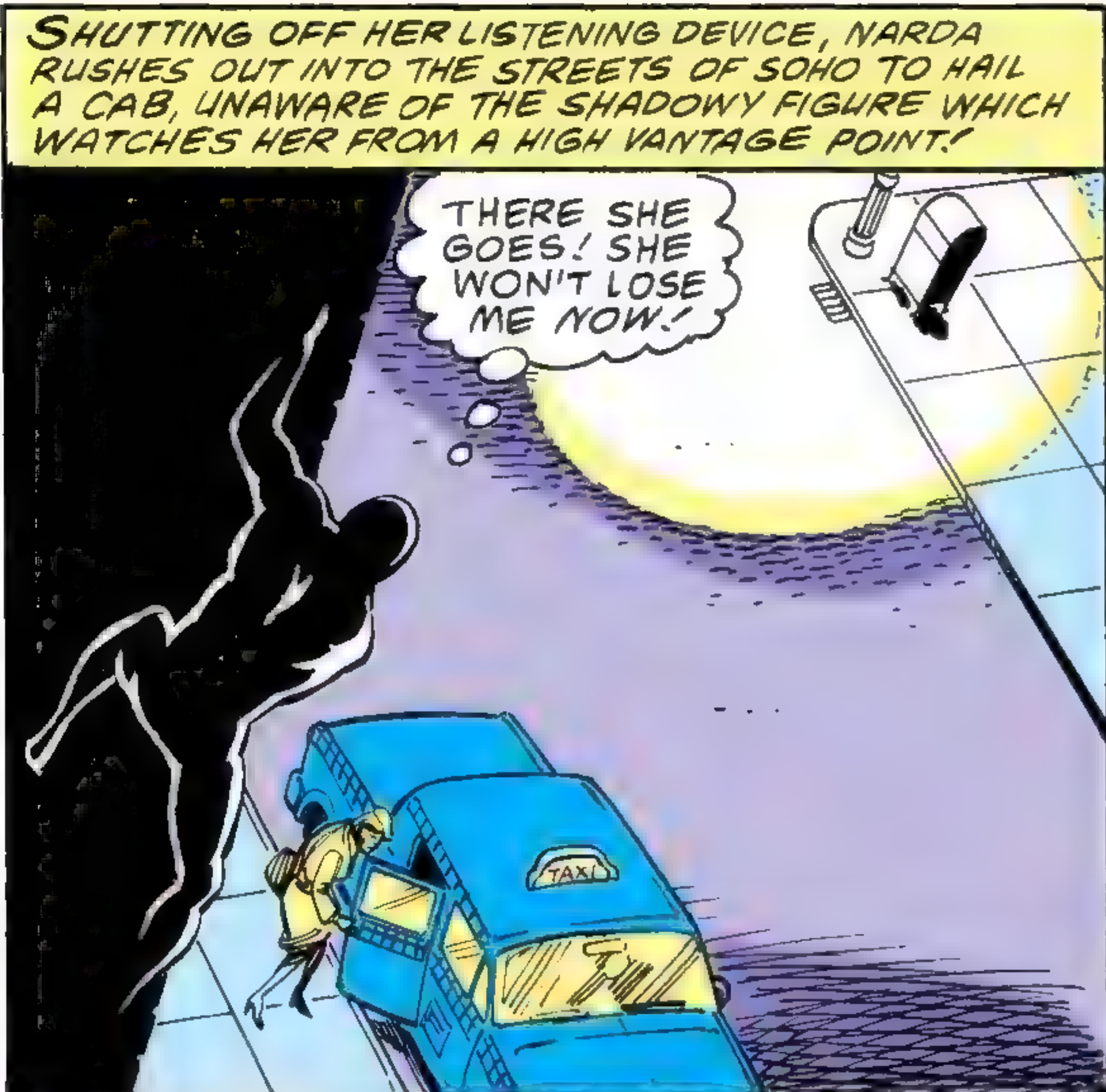
AND ON THE ROOF ABOVE...

I THINK I'VE SEEN ENOUGH! NO MORE WAITING-- IT'S TIME TO GET SOME ANSWERS!

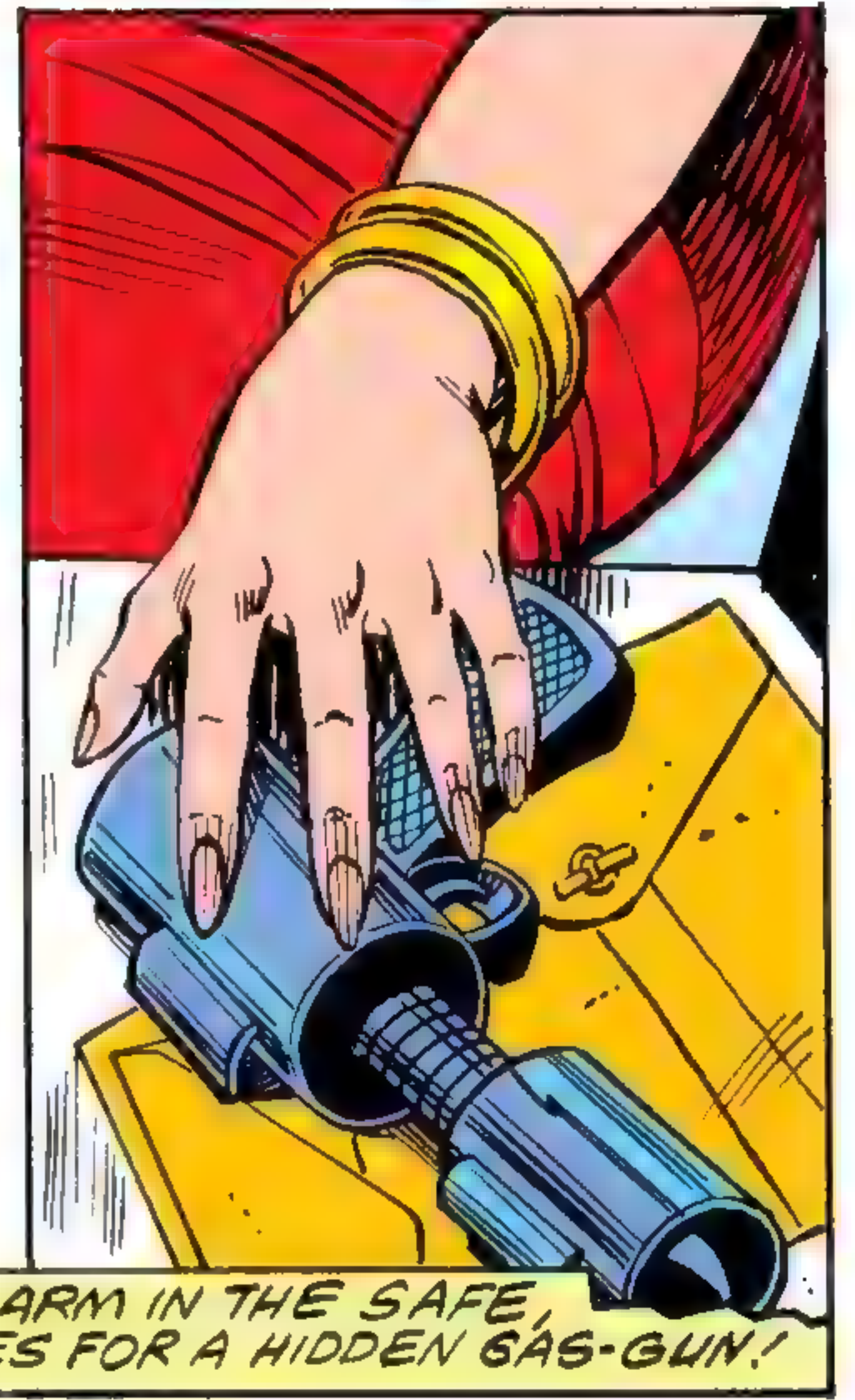




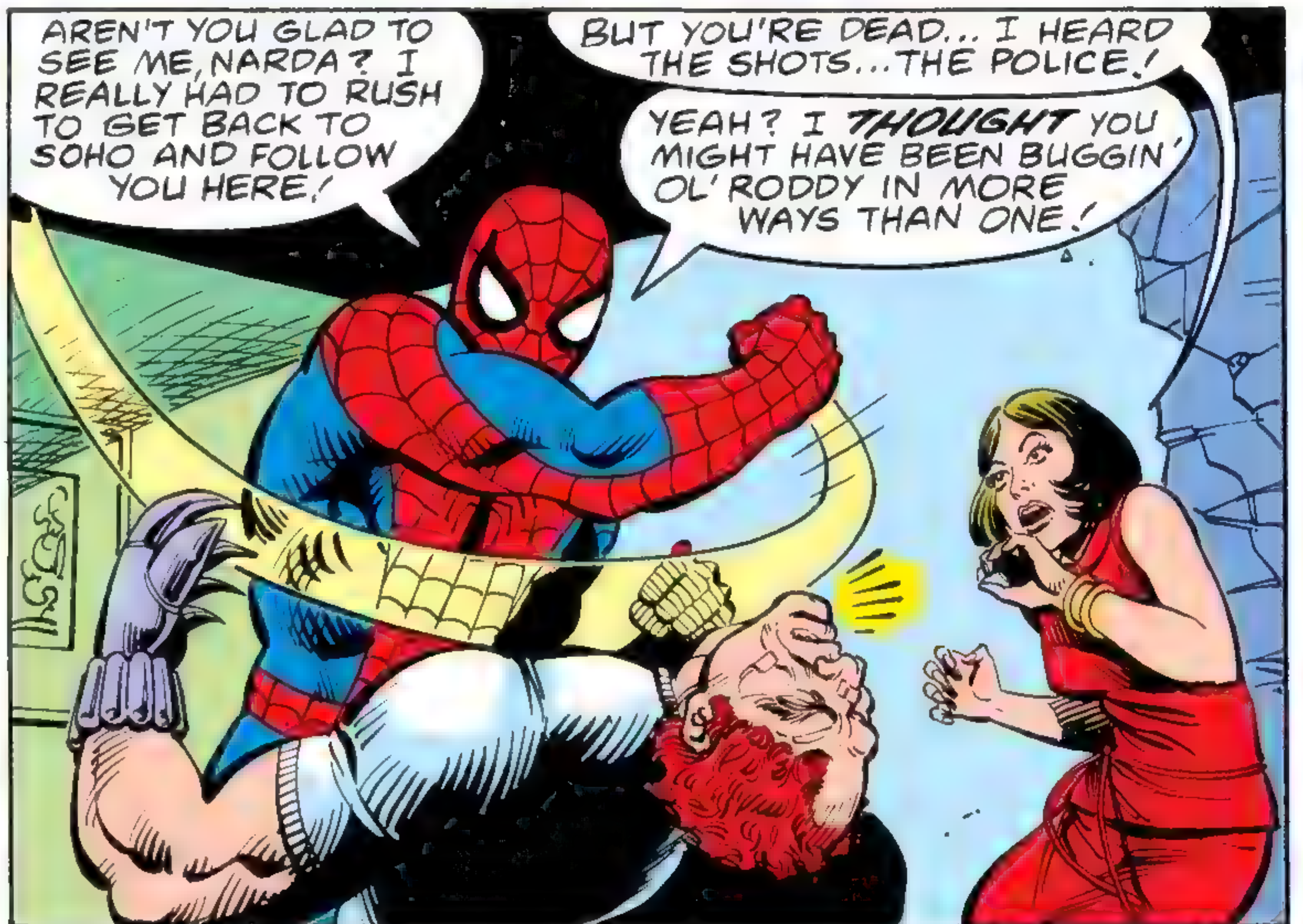




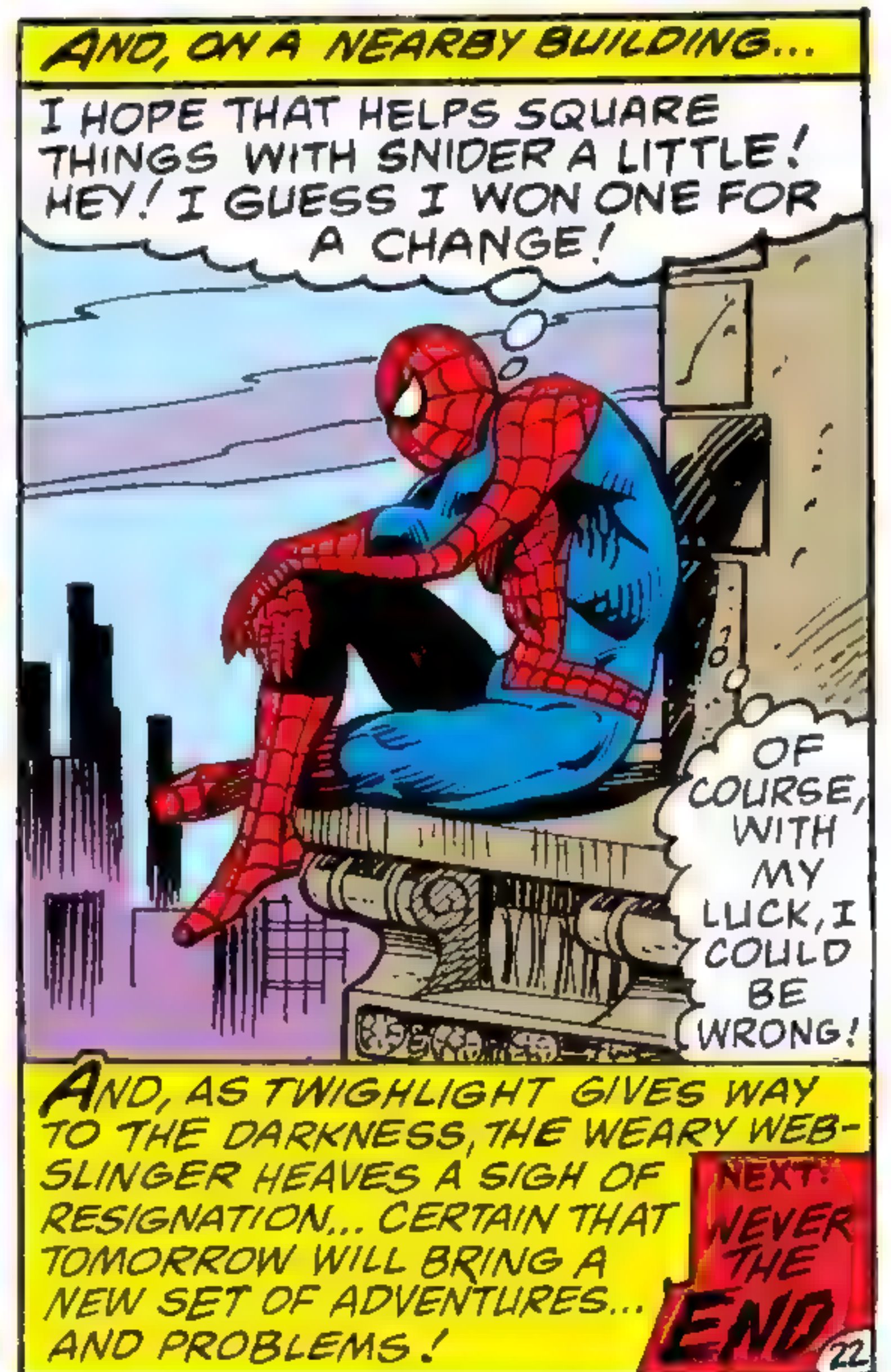
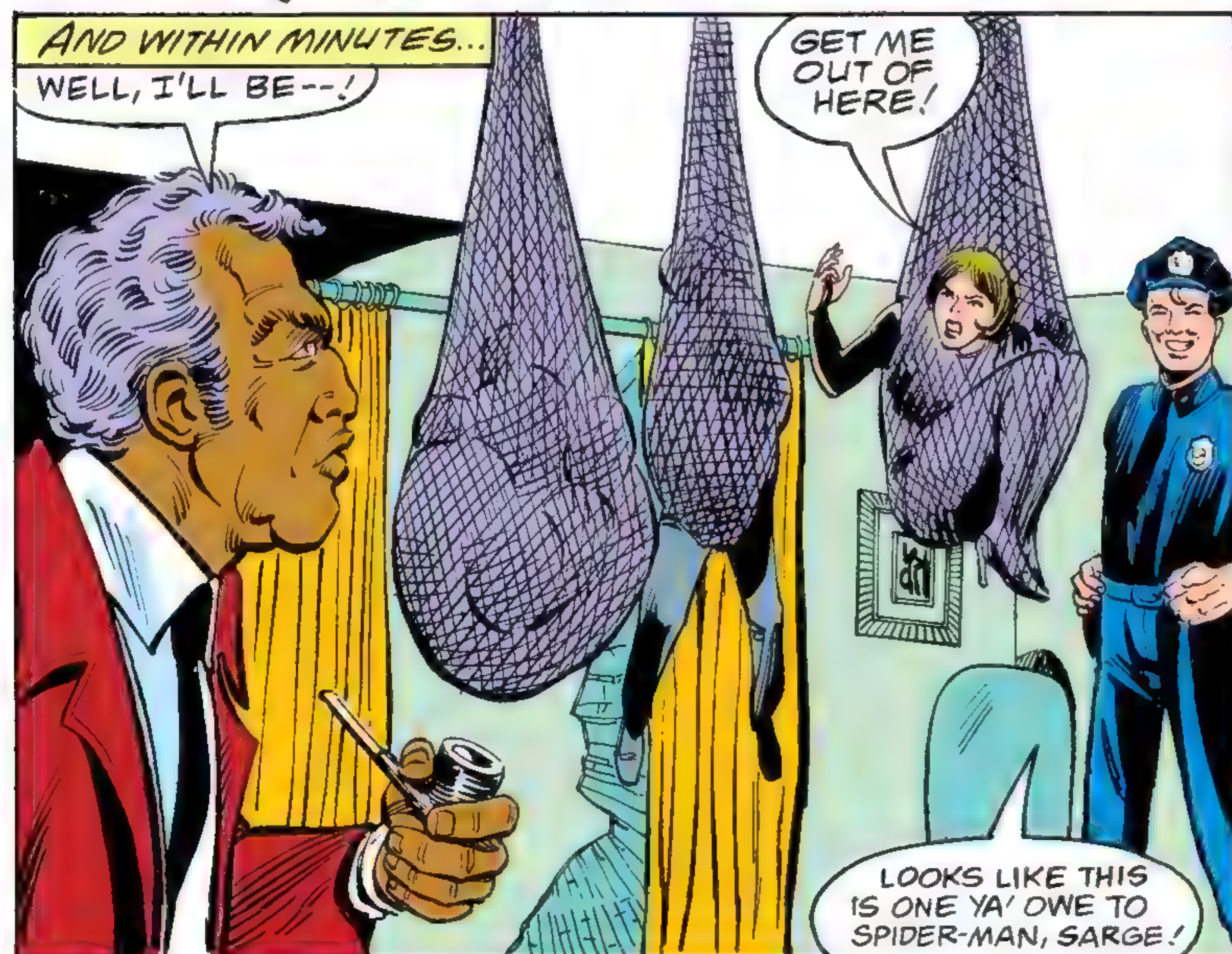














# SPECTACULAR SPIDER-MAIL

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575 Madison Avenue  
New York, New York 10022

DENNIS O'NEIL  
EDITOR  
MARK GRUENWALD  
ASSISTANT EDITOR

Dear Marvel,

PPTSS #41 was one of Petey's better outings as of late. Giant-Man (alias Black Goliath, alias Bill Foster) was a nice touch to the story and quite a surprise. I've liked this character since his first appearance as a super hero back in POWER MAN #24. hope to see more of him in the future. My only question is why Giant-Man didn't stay put in the Pegasus Project where I thought he was trying to find a cure for the disease that he's slowly dying of?

Brett Slack

Amityville, NY 11701

Gee, even terminally ill superheroes deserve a weekend off, Brett! Honestly, Giant-Man's condition is still serious and even we here at the Bullpen don't know how things are going to turn out... though the next letter offers one possibility.

Dear Marvel,

I've been collecting comics for about two years, yet I still haven't got that knack for figuring out your subplots that some readers exhibit. With PPTSS #41, though, I think I have made some advancement in my comic book knowledge (either that or your plotline is getting too simple for me).

It seems obvious that what the future holds for Giant-Man is a cure for his radiation poisoning. The last panel to this story is what gave me the clue. Giant-Man was exposed to enough of Meteor Man's radiation to kill a normal human. But, since Giant-Man was already dying, I hypothesize that this additional dosage will probably counteract his present plight. Don't overlook the fact that such exposure might well affect the Web-Head, too!

As for the rest of PPTSS #41, I really enjoyed it. It kept up the high standard of art that I expect from a Marvel mag and I'm also enjoying the subplots. Peter's personal life was not as well covered as the title might suggest, but if that's the direction in which you're going, it's fine with me. Just keep up the high quality. Excelsior!

Joe Dianisio

Mastic Beach, NY 11951

Dear Marvel,

PPTSS #41 seemed to be overly preoccupied with death. Now, it's not N.G. Fester's death I'm complaining about; demise among Marvel villains is often temporary and, besides, I'm not that crazy about a weirdo whose costume and colossal ego are all he has going for him. I'm talking about a character who has been with us since AVENGERS #32. Bill Foster's "radiation poisoning" is a bit uncalled for. I could blame it on his short-lived BLACK GOLIATH mag, but that would be unjust since Marvel has proven than an ill-fated solo-shot isn't necessarily the end of a good character. Please cure Foster and put him back in the Avengers or somewhere.

The story itself was too much like an issue of MARVEL TEAM-UP. There were no subplots, no sense of continuity, and the guest-star became the co-star. Once in a while it's all right, but this guest-star-every-few-months syndrome is getting out of hand. Let's return to the original concept of this mag, okay?

Greg Gildersleeve

St. Joseph, MO 64501

Returning SPECTACULAR SPIDER-MAN to its original premise is exactly what Rollickin' Roger Stern is working hard at right now, Greg. Let him know how you like his efforts!

Dear Marvel,

I just finished PPTSS #42 and I have to admit that it was a stroke of genius adding Electro to the Frightful Four! I mean, who could have added more in the sheer power department? I hope you keep him with the cunning quartet from now on.

Chris Woo

El Centro, CA 92243

After Spidey and the FF got through with him and his new partners, Chris, we're not so sure we could sell Electro on the idea!

Dear Spectacular Spider-Staff,

PPTSS #42 is (so far) one of the greatest comics ever to hit the stands since the Carrion saga. The cover: Excellent! The plot: Superb! The artwork: Great! It's nice to see an issue of such high caliber.

The comeback of the Frightful Four was nicely played. Good characterization here, especially Electro's constant cynicism and distrust of the others. The old Parker luck ran true to form again. From the point where he almost missed the ferry to the scene where he dropped in the drink he was plagued by his so-called "luck". I think it's time again that Peter became infatuated with someone. Whether it's Marcy Kane or Debra Whitman or April May, I think he deserves to be fixed up with someone.

Dan Vogel

Kinsman, OH 44428

Dear Spider-Man,

Ah, Mike Zeck! Lovely. One of the best visualizations of Spider-Man in recent memory. I was taken with his work from the first time I saw it. He is great on Spidey. The story? Tight, well-written, amusing, not overplayed. What else from the mind of Bill Mantlo? Even the old "villain disguised as a hero" bit was well done. It looks like another epic battle in the making as Spidey and the Fantastic Four square off against their most dangerous foes, and I for one am looking forward to FF #218!

Mike Lansley

North Chatham, NY 12132

Dear Marvel,

I thought SPECTACULAR SPIDER-MAN #42 and FANTASTIC FOUR #218 were MARVELOUS! I like the Frightful Four; whenever they show up there is sure to be lots of excitement. I especially liked the idea of Electro disguising himself as the Human Torch and luring Spider-Man to the Statue of Liberty where, with the aid of his new partners, he finally captured him.

The funniest part of this terrific two-parter came in the last quarter of FANTASTIC FOUR #218 where Mr. Fantastic sucked up the Sandman in his super vacuum cleaner, where Spider-Man spun the Trapster around with the fire hose, and where the Trapster bumped into the remaining three members of the FF, having his stomach turned inside out by some of the horrible things the Thing insinuated he might have done to him.

In both issues the artwork was terrific, and I would like to credit both Mike Zeck and John Byrne with a great job.

And more of the Frightful Four!

David Duncan

Southampton, MA 01073

You know what they say about old villains, David — like bad pennies, they always turn up!

## U.S. POSTAL SERVICE STATEMENT OF OWNERSHIP, MANAGEMENT AND CIRCULATION (REQUIRED BY 39 U.S.C. 3685)

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**R**uthless industrialist Norman Osborn's testing of an experimental strength-enhancing formula left him smarter and stronger, but at the cost of his sanity. Seeking to control the criminal underworld, Osborn decided to establish a reputation by defeating the novice hero Spider-Man, and fashioned the garish Green Goblin identity. Although their initial confrontations were disrupted by the Hulk and Human Torch, the Goblin continued his crusade to become a mob boss — but when his efforts were again thwarted by Spider-Man, Osborn faded into the shadows to regroup. During this time, Peter Parker met Osborn's son Harry at Empire State University, and they eventually became best friends.

After Spider-Man and the Goblin discovered each other's identities, a fierce battle left Norman with amnesia, and the Goblin persona buried. Norman relapsed twice during the following months, but each time Spider-Man managed to suppress the Goblin's personality. However, the third time the Goblin re-emerged, he kidnapped Parker's girlfriend Gwen Stacy and threw her off the Brooklyn Bridge, killing her. Spider-Man viciously attacked the Goblin, whose last-ditch effort to kill the wall-crawler left Osborn impaled by his own glider.

Influenced by drugs, a grieving Harry spiraled further into his own insanity, eventually adopting the Goblin identity for himself. Without his father's enhanced strength, Harry was little match for Spider-Man, who defeated him and turned him over to the authorities. Harry was placed in the care of psychiatrist Dr. Bart Hamilton, who successfully restored Harry's sanity, but learned many of the Goblin's secrets in doing so. Kidnapping Harry, Hamilton became the Goblin himself and aspired to become New York's top crime boss — but Harry escaped captivity and confronted Hamilton, who was accidentally killed by a bomb he had set to destroy Harry and Spider-Man.

Even with Norman out of the picture, Harry sane and married, and Hamilton dead, dozens of secret Goblin lairs remained scattered throughout the city. It was only a matter of time before someone new stumbled across one of them ... and continued the terrible legacy of the Green Goblin!



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# the AMAZING SPIDER-MAN®

IN THE SHADOW  
OF EVILS PAST!



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LAKESIDE  
SKIN TATTOOZ

JR. JR. + JR. SR.



STAN LEE PRESENTS  
A MOMENTOUS NEW  
EPISODE IN THE LIFE  
OF THE AMAZING  
**SPIDER-MAN**

# SHADOW OF EVILS PAST!

IT'S FUNNY HOW  
JUST A FEW SHEETS  
OF PAPER CAN CHANGE  
THE WAY PEOPLE LOOK AT  
THINGS. AUNT MAY'S BOARD-  
ING HOUSE FOR SENIOR  
CITIZENS HAS BEEN OPER-  
ATING FOR NEARLY A WEEK\*--

--BUT THE STATE OF  
NEW YORK'S TAX PEOPLE  
WON'T RECOGNIZE HER AS  
A SPECIAL-STATUS LANDLADY  
UNTIL SHE FINISHES SIGNING  
THOSE FORMS!

GEE...MY  
AUNT, THE  
BUSINESS-  
WOMAN!

I WONDER WHAT  
HER TENANTS WOULD  
SAY IF THEY KNEW  
THEY WERE LIVING  
IN THE HOUSE WHERE  
SPIDER-MAN CAME  
OF AGE?

\*SINCE MARVEL  
TEAM-UP #124.

ROGER STERN  
SCRIPTER

JOHN ROMITA JR. > ARTISTS  
JOHN ROMITA SR.

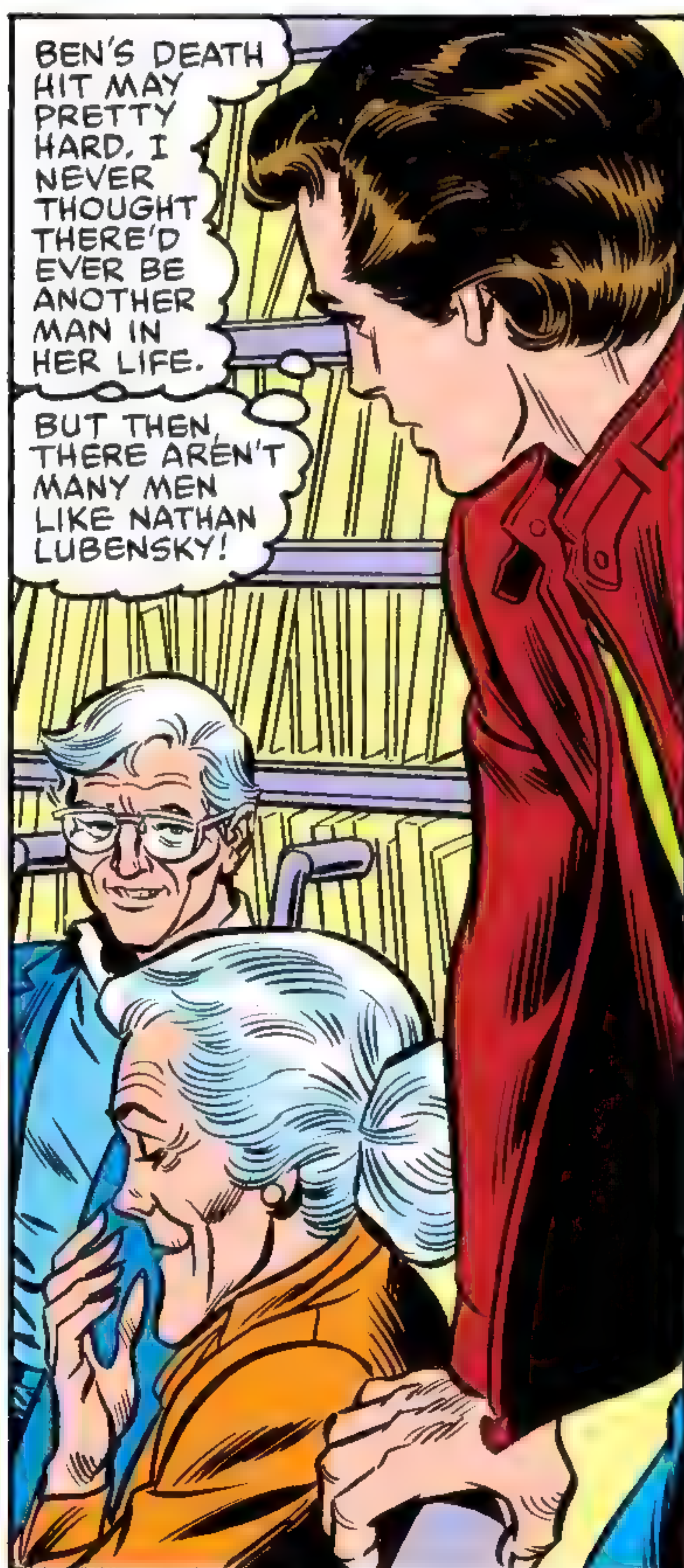
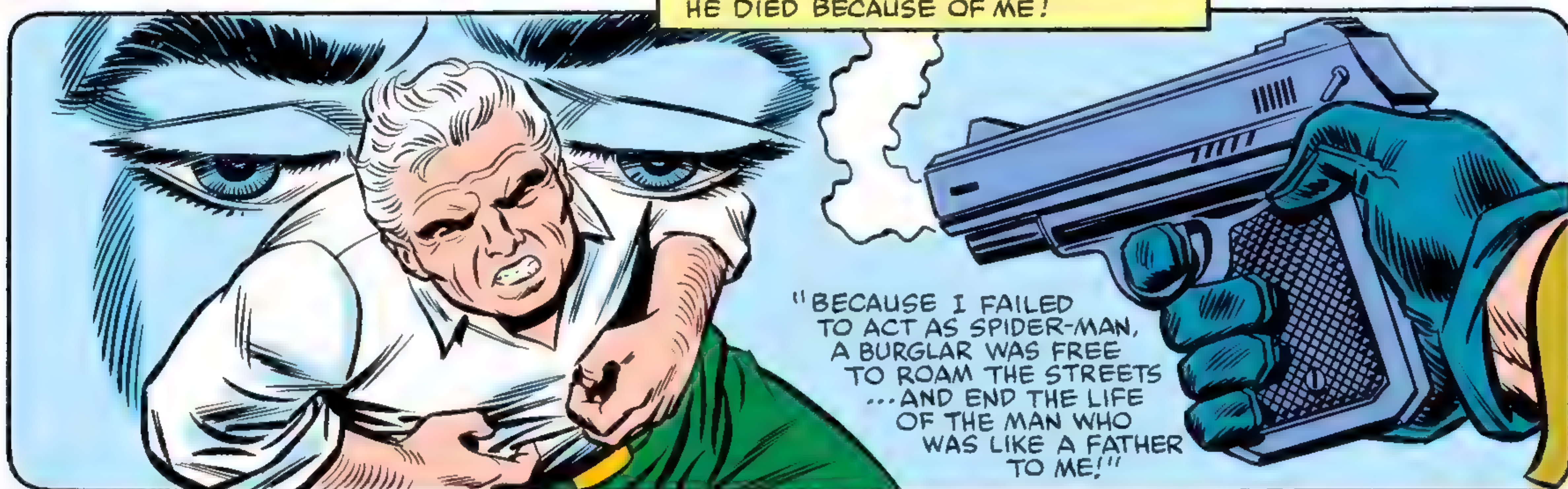
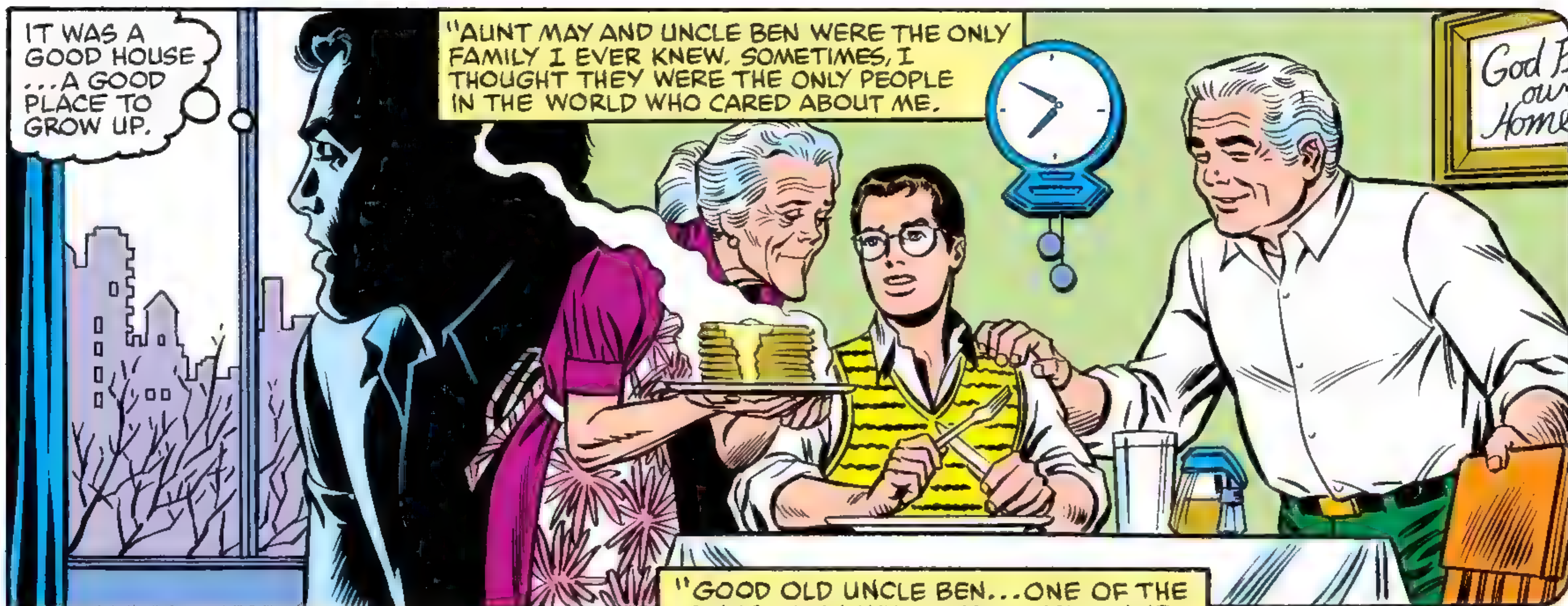
VIRGINIA ROMITA  
TRAFFIC MANAGER

JOE ROSEN-LETTERER  
ANDY YANCHUS-COLORS

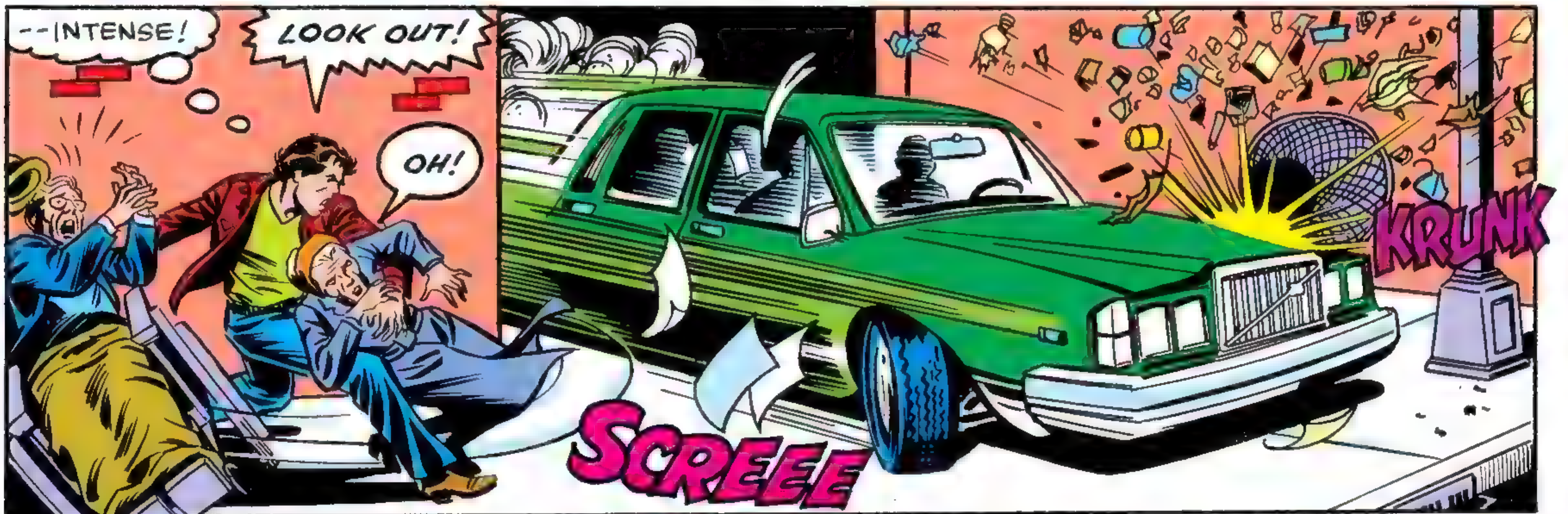
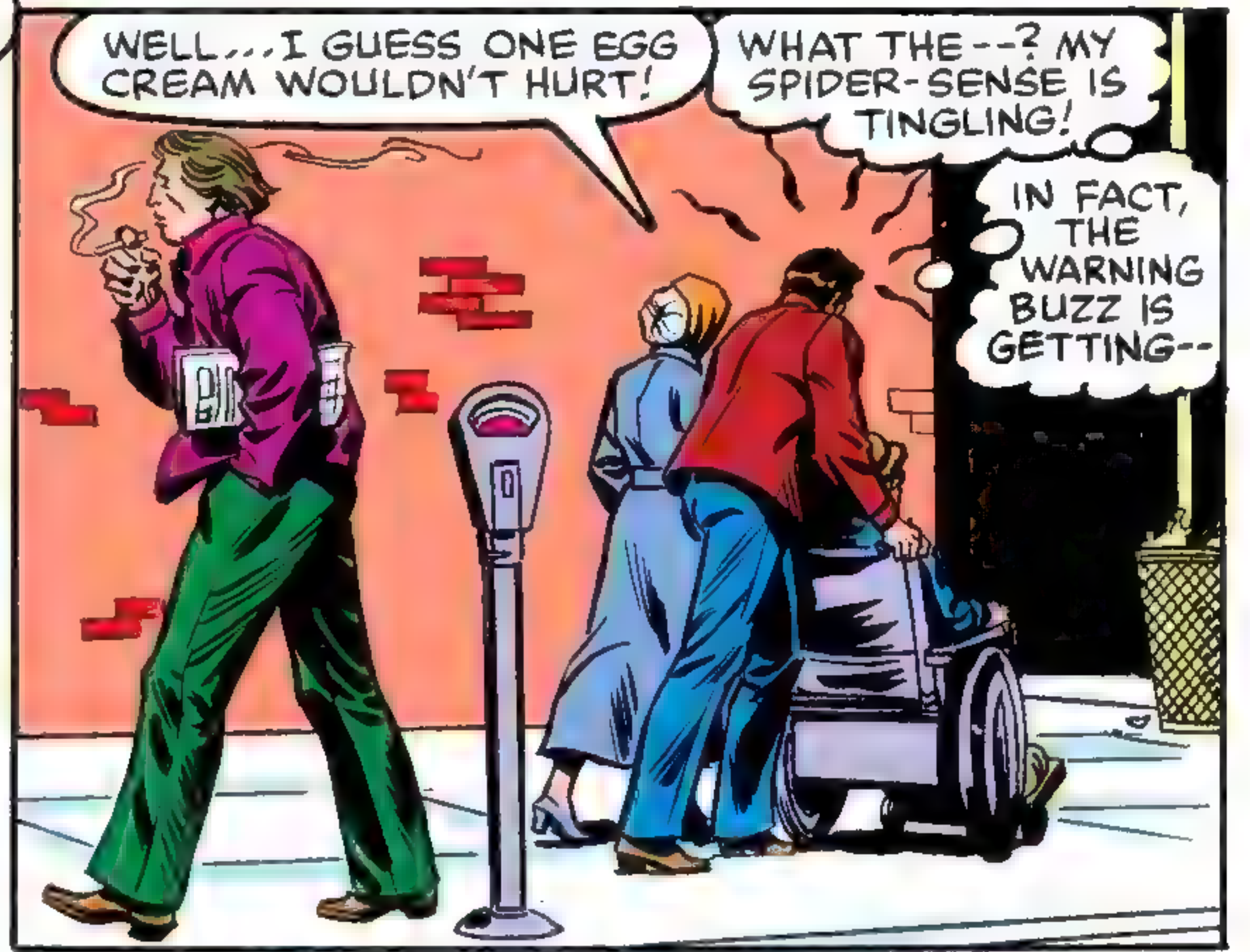
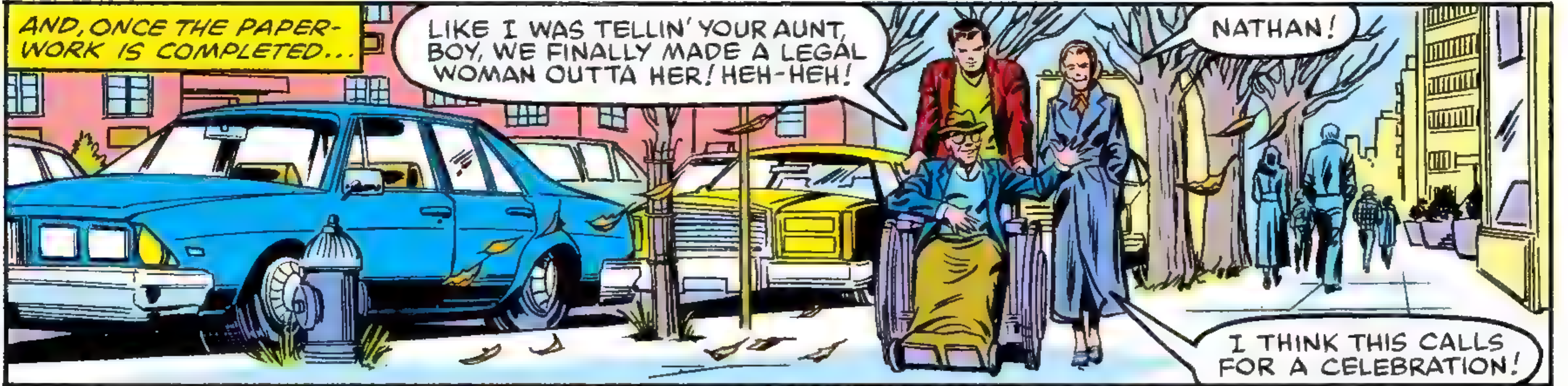
TOM DEFALCO  
EDITOR

JIM SHOOTER  
EDITOR-IN-CHIEF

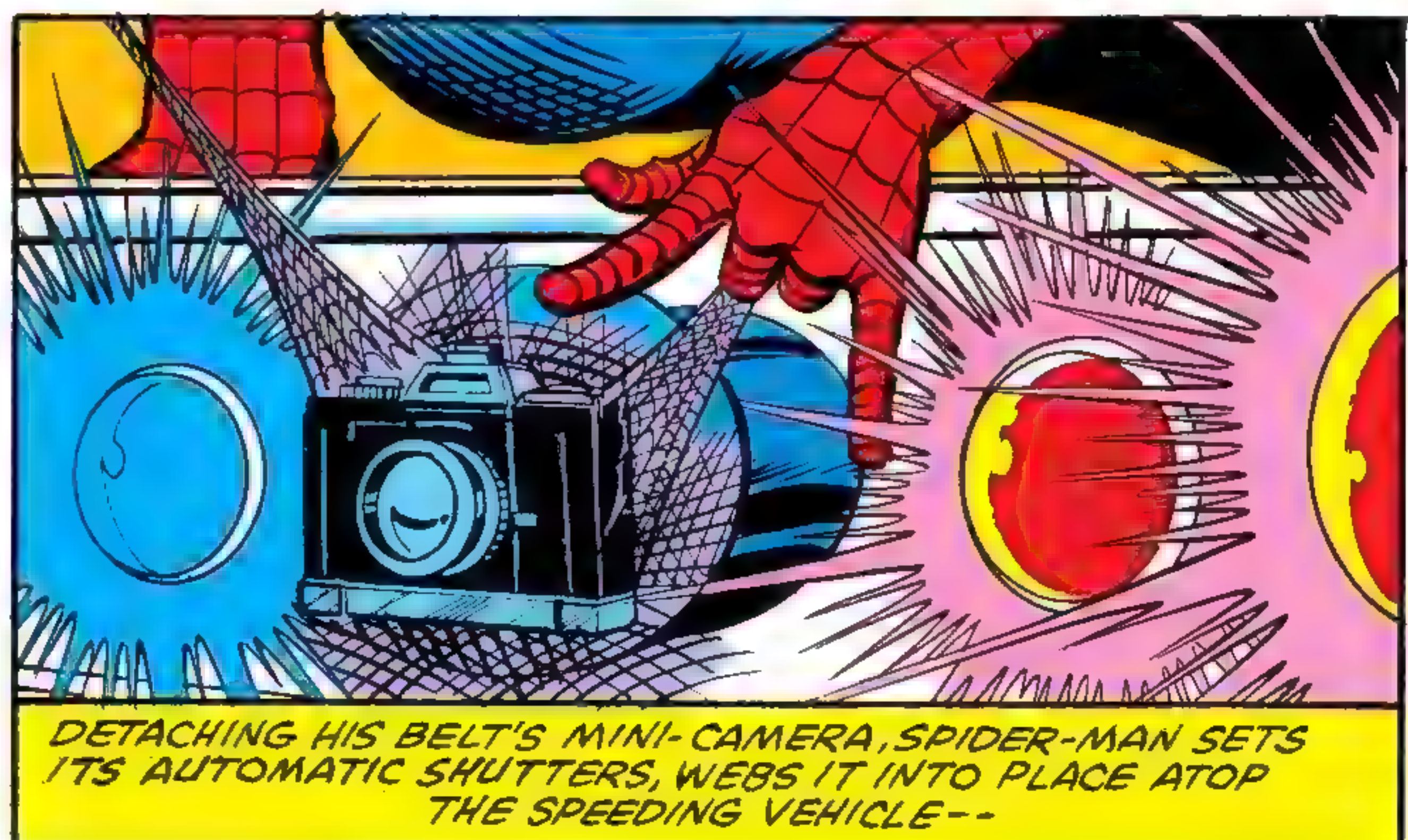
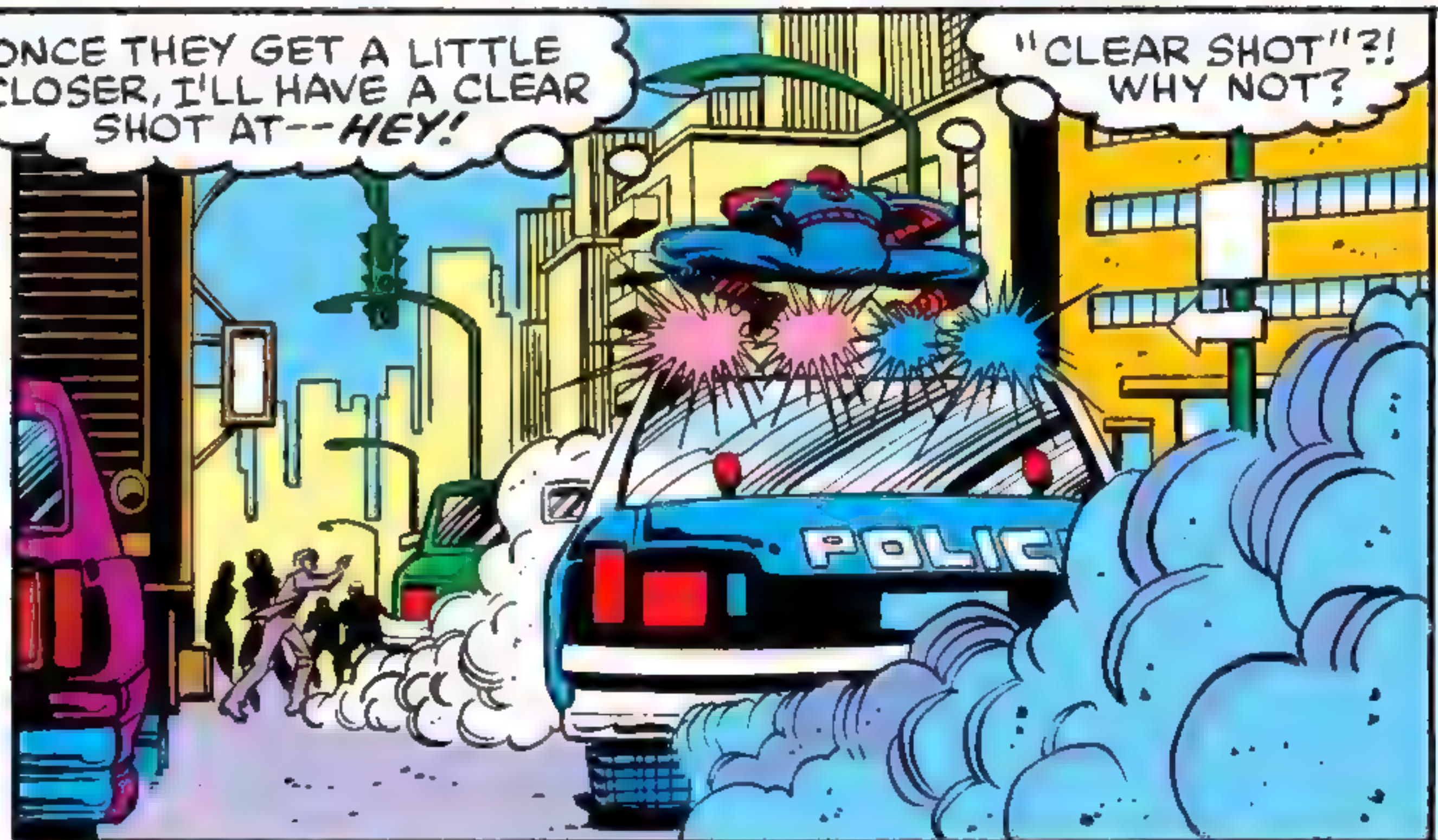
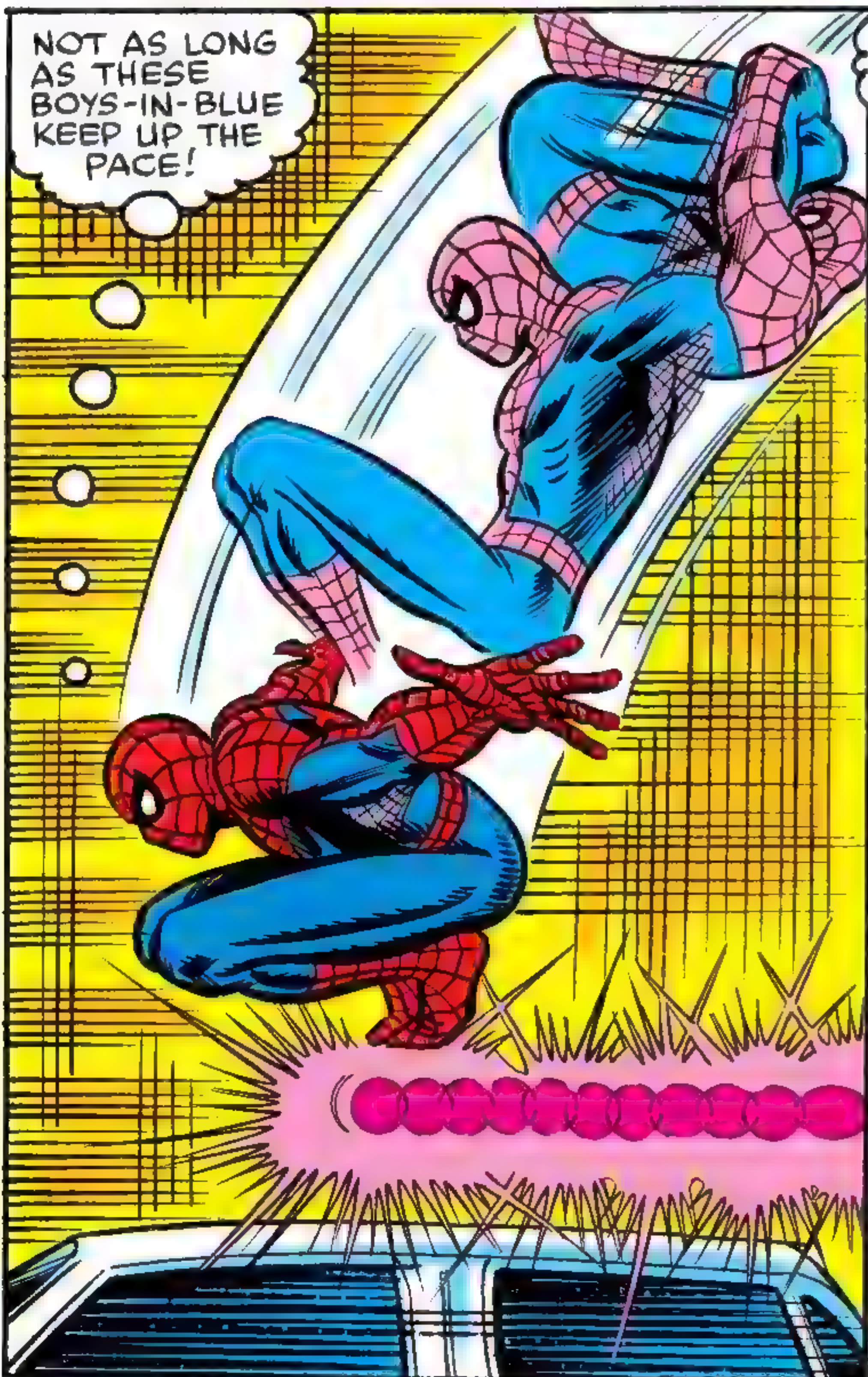




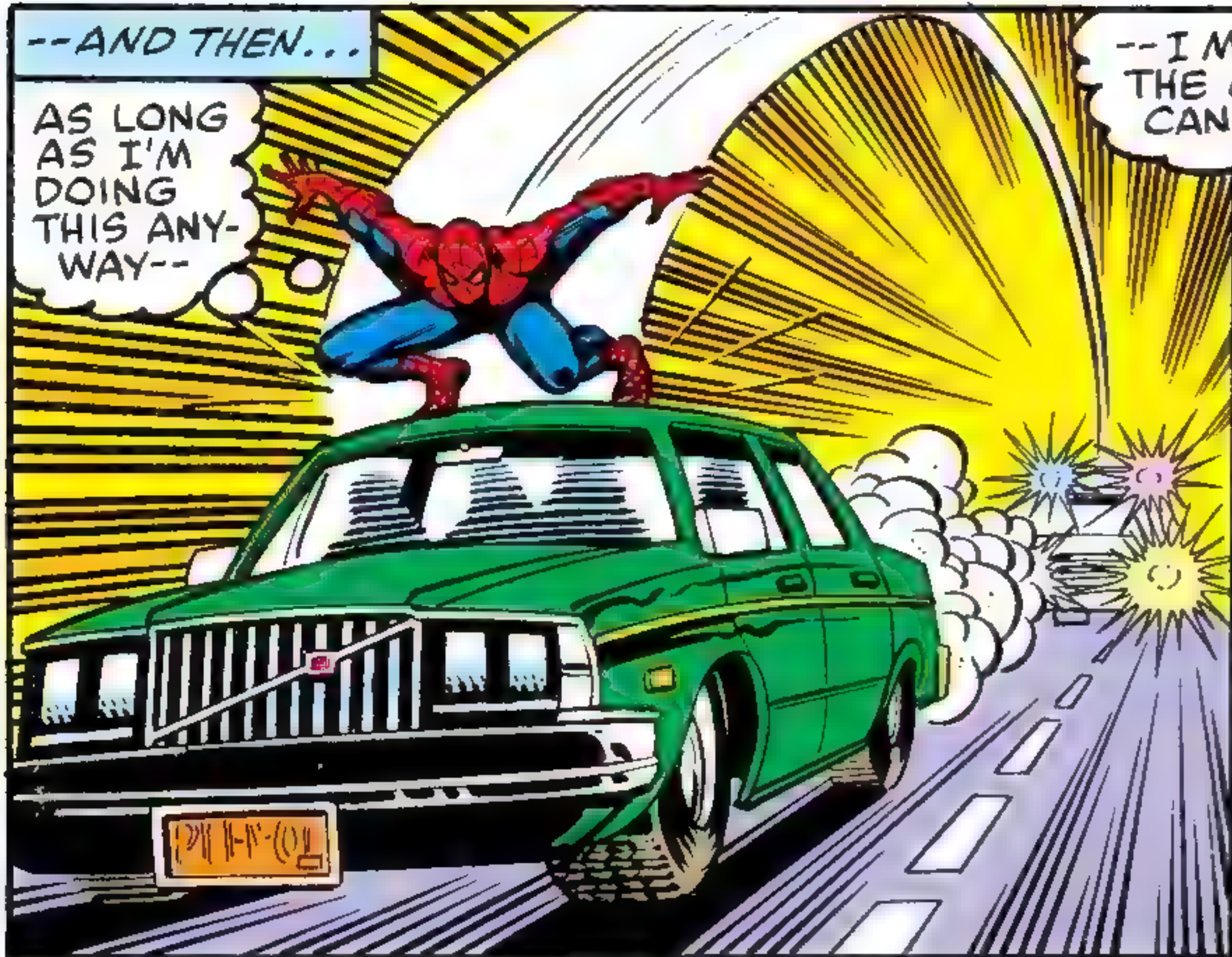






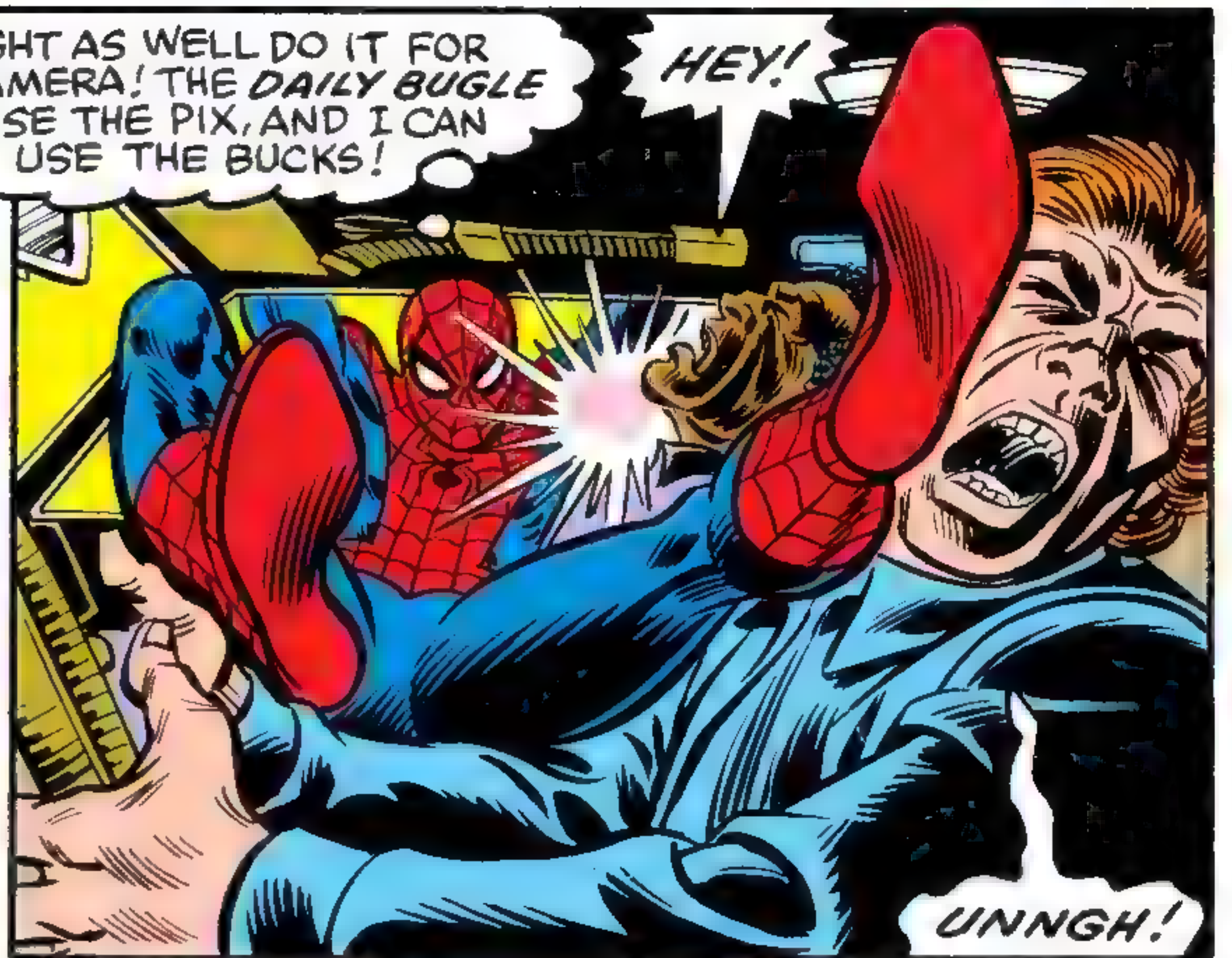






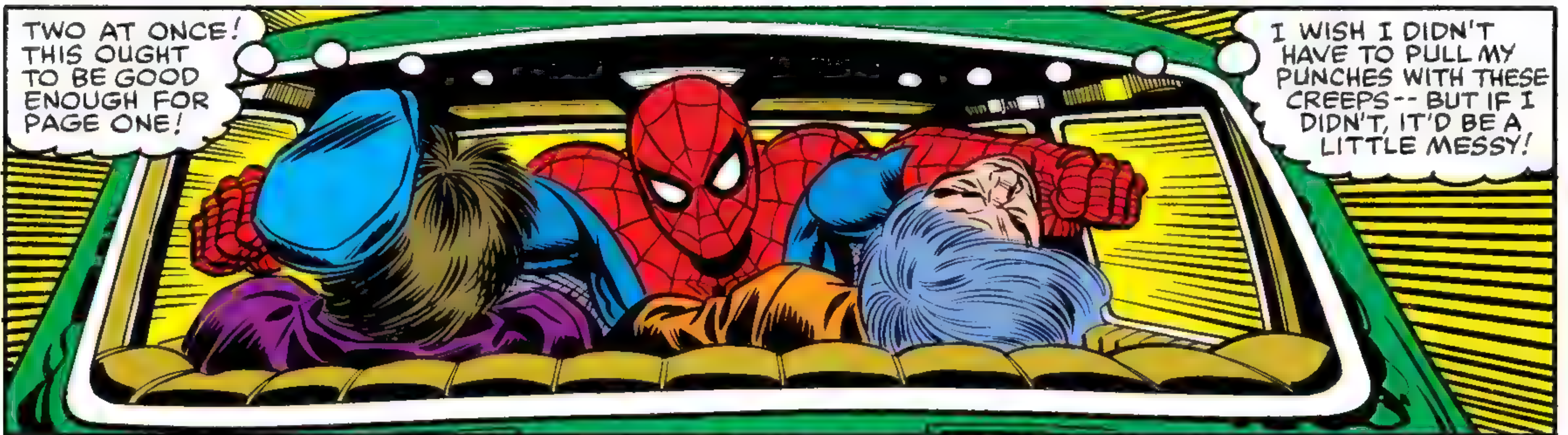
--AND THEN...  
AS LONG  
AS I'M  
DOING  
THIS ANY-  
WAY--

--I MIGHT AS WELL DO IT FOR  
THE CAMERA! THE DAILY BUGLE  
CAN USE THE PIX, AND I CAN  
USE THE BUCKS!



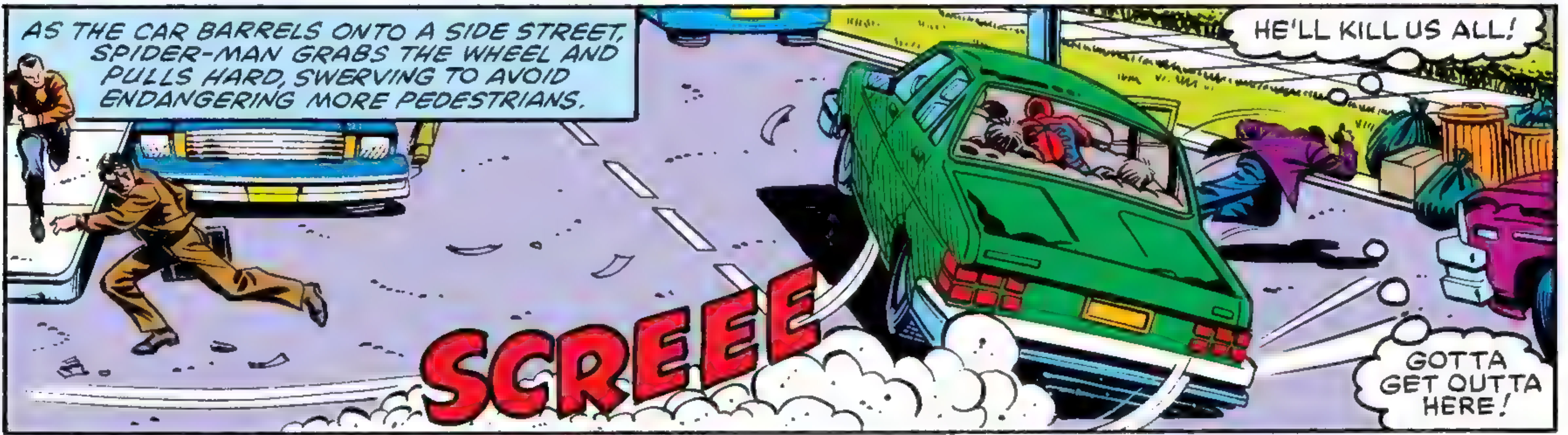
HEY!

UNNGH!



TWO AT ONCE!  
THIS OUGHT  
TO BE GOOD  
ENOUGH FOR  
PAGE ONE!

I WISH I DIDN'T  
HAVE TO PULL MY  
PUNCHES WITH THESE  
CREEPS-- BUT IF I  
DIDN'T, IT'D BE A  
LITTLE MESSY!



AS THE CAR BARRELS ONTO A SIDE STREET,  
SPIDER-MAN GRABS THE WHEEL AND  
PULLS HARD, SWERVING TO AVOID  
ENDANGERING MORE PEDESTRIANS.

HE'LL KILL US ALL!

SCREEEE

GOTTA  
GET OUTTA  
HERE!



KA-TOONG

KLANK  
KLINK  
KLATTER

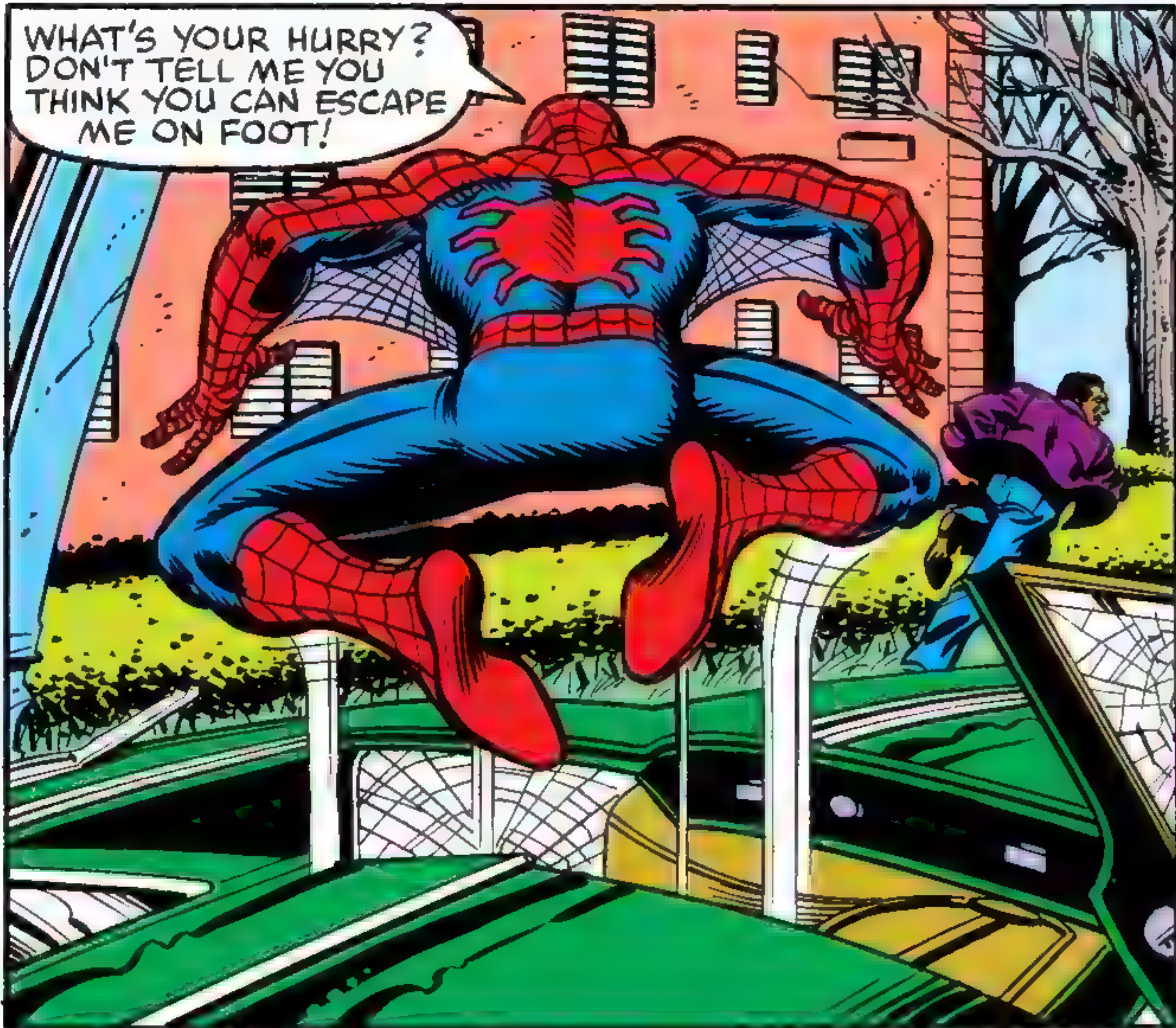


PUUNG

☆!XXING GARBAGE!  
PROBABLY SAVED MY  
NECK, BUT--!

OH,  
NO!





WHAT'S YOUR HURRY?  
DON'T TELL ME YOU  
THINK YOU CAN ESCAPE  
ME ON FOOT!



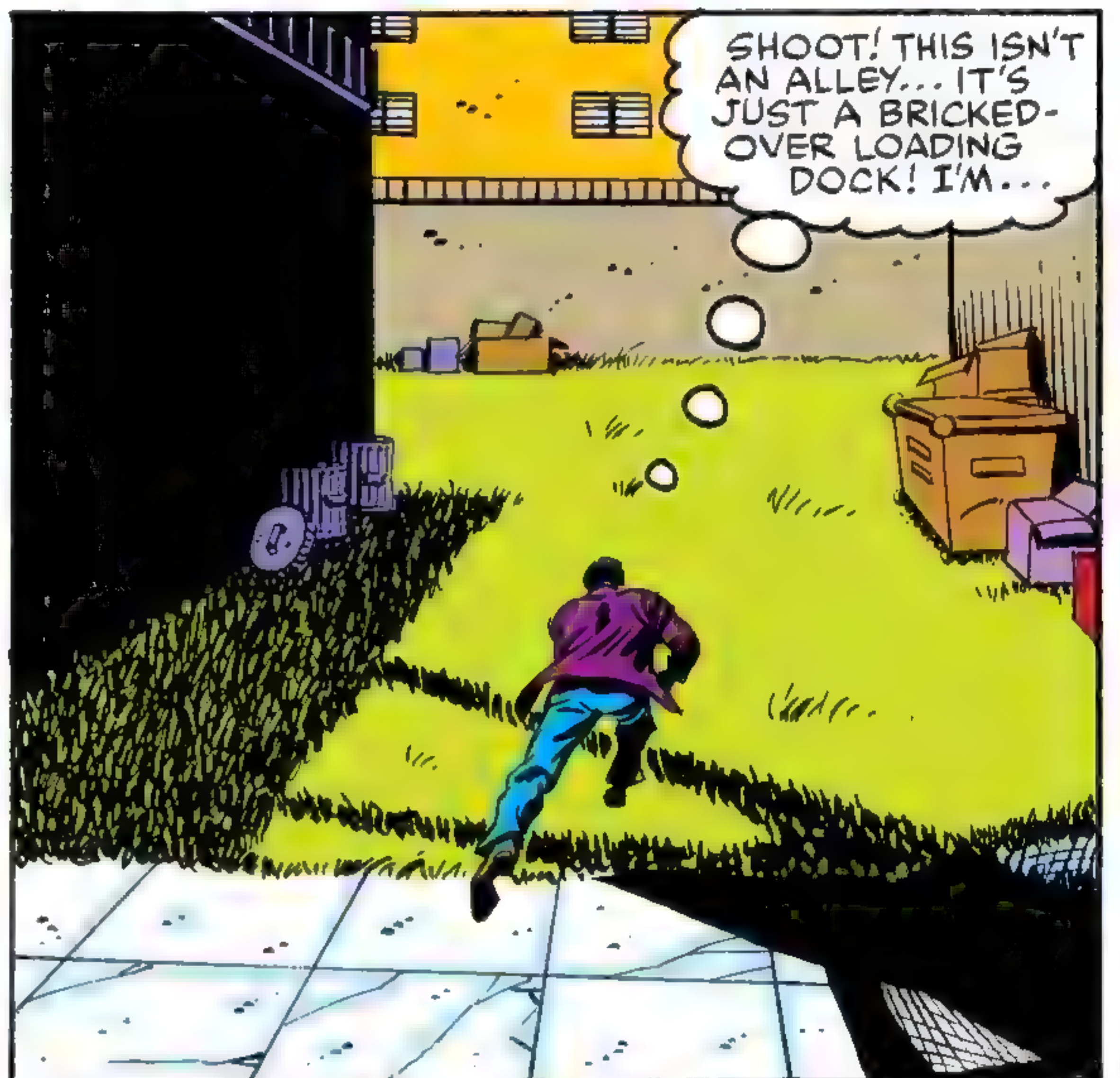
HAHAHAHAHA

HE... HE'S  
LAUGHIN'  
AT ME!  
LIKE I'M  
NOTHIN'!



THIS AREA IS A  
REGULAR MAZE OF  
OLD FACTORIES AND  
WAREHOUSES! FAST-  
FOOT PROBABLY  
THINKS HE CAN  
LOSE ME!

IS HE  
EVER  
WRONG!



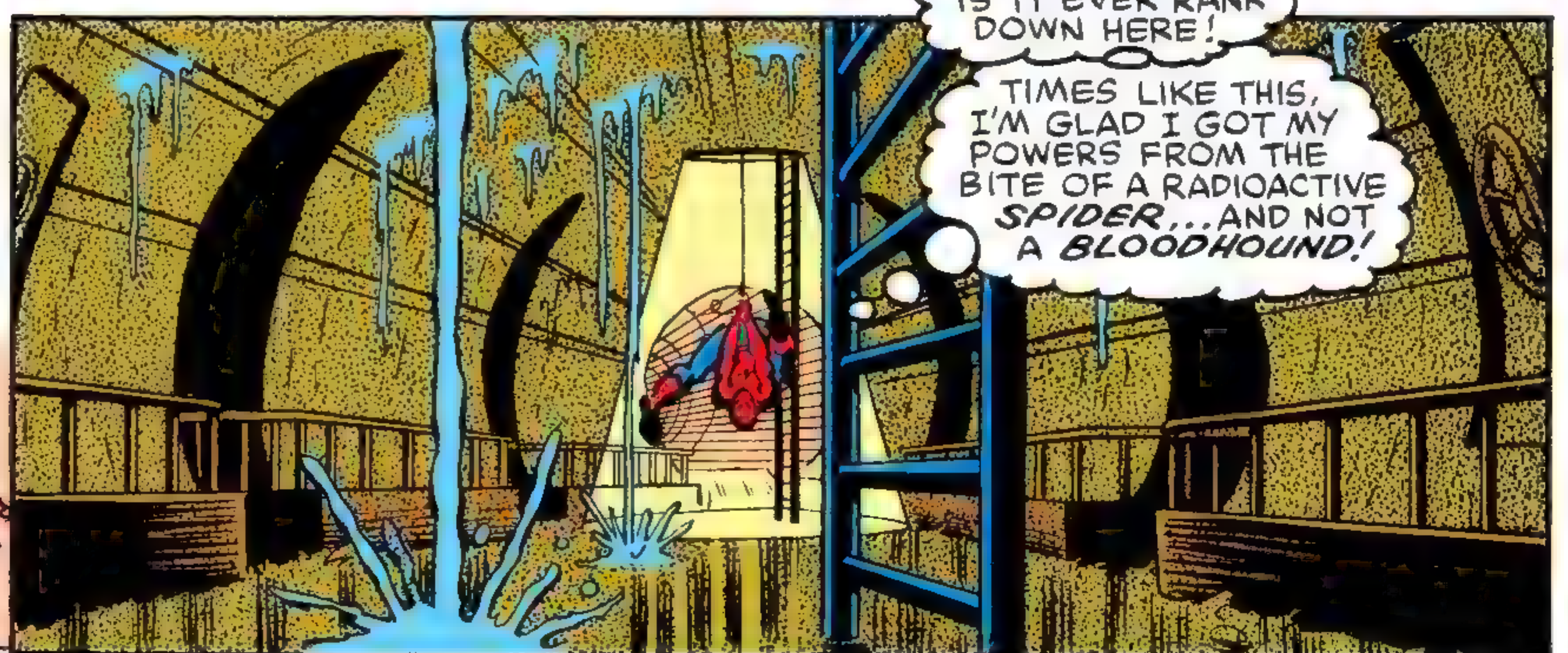
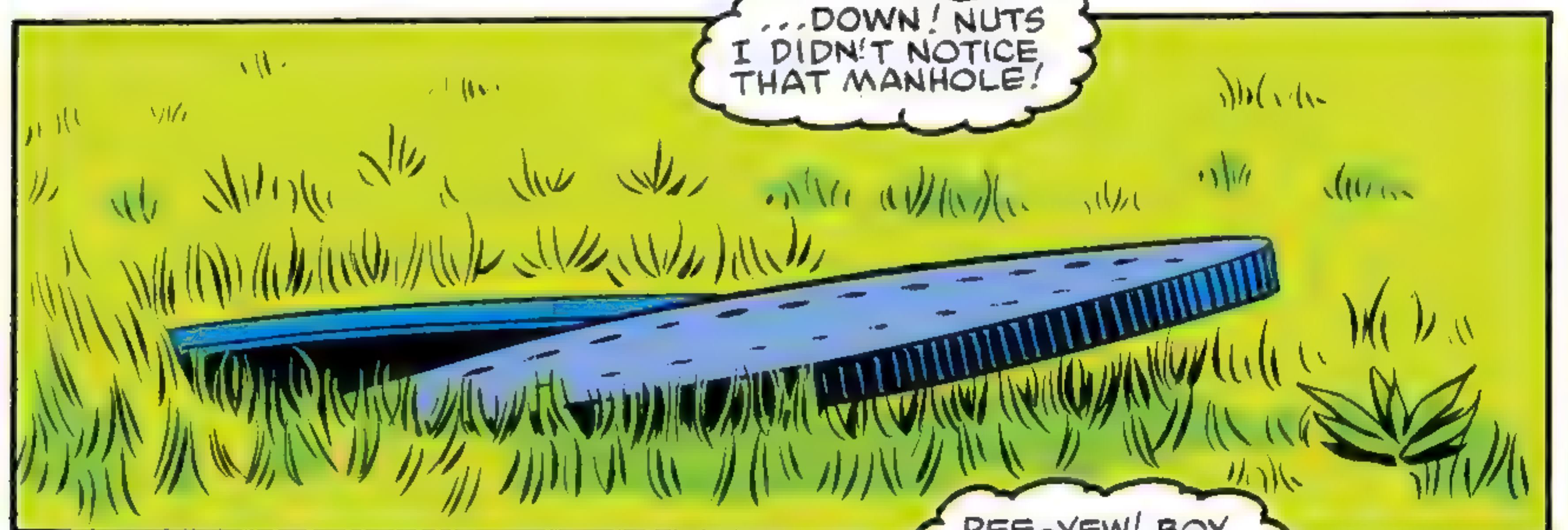
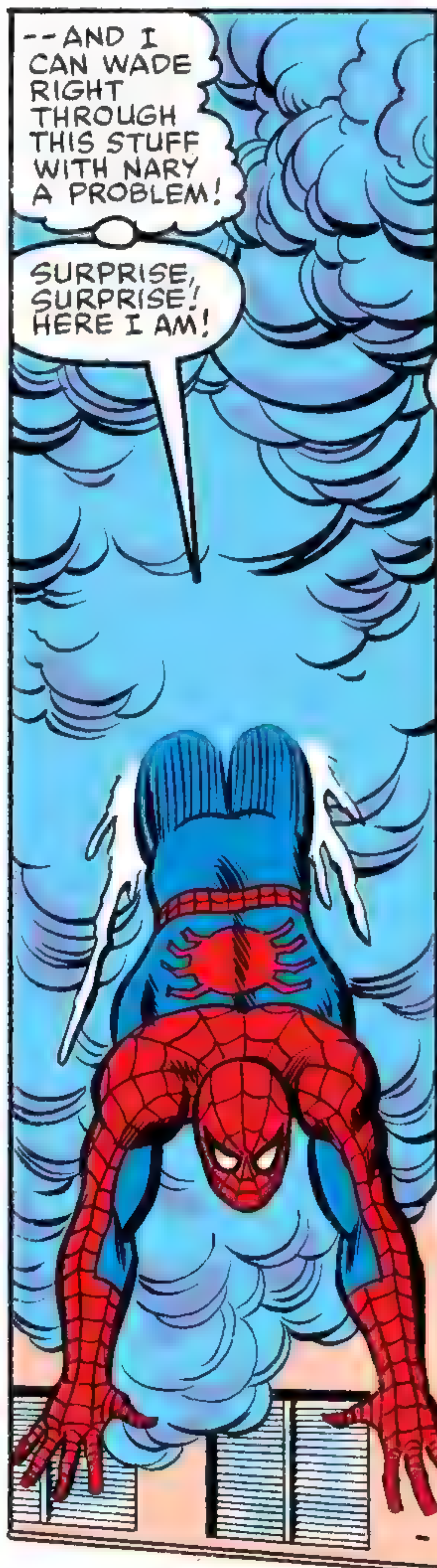
SHOOT! THIS ISN'T  
AN ALLEY... IT'S  
JUST A BRICKED-  
OVER LOADING  
DOCK! I'M...



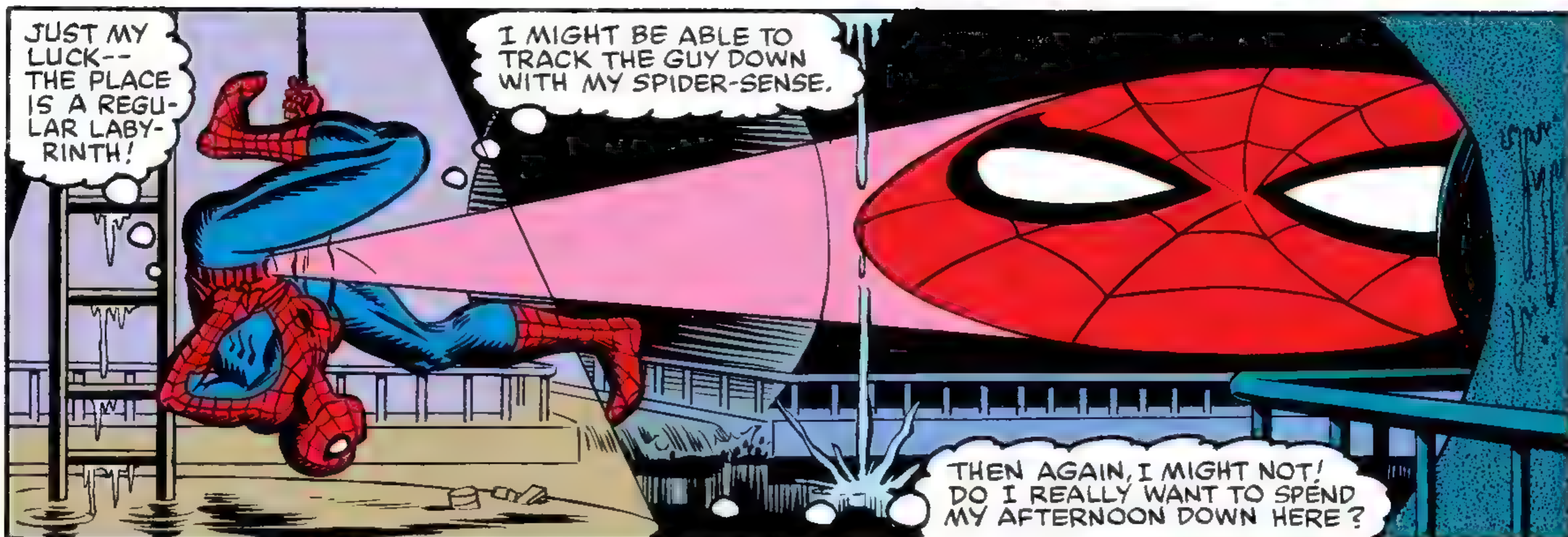
...TRAPPED!

END OF  
THE ROAD,  
SUNSHINE!













NOW I CAN  
CUT OUT WITH  
A CLEAR  
CONSCIENCE!

TOODLE-OO,  
GENTS!

THAT'S  
IT...  
COME TO  
PAPA, LI'L  
CAMERA!

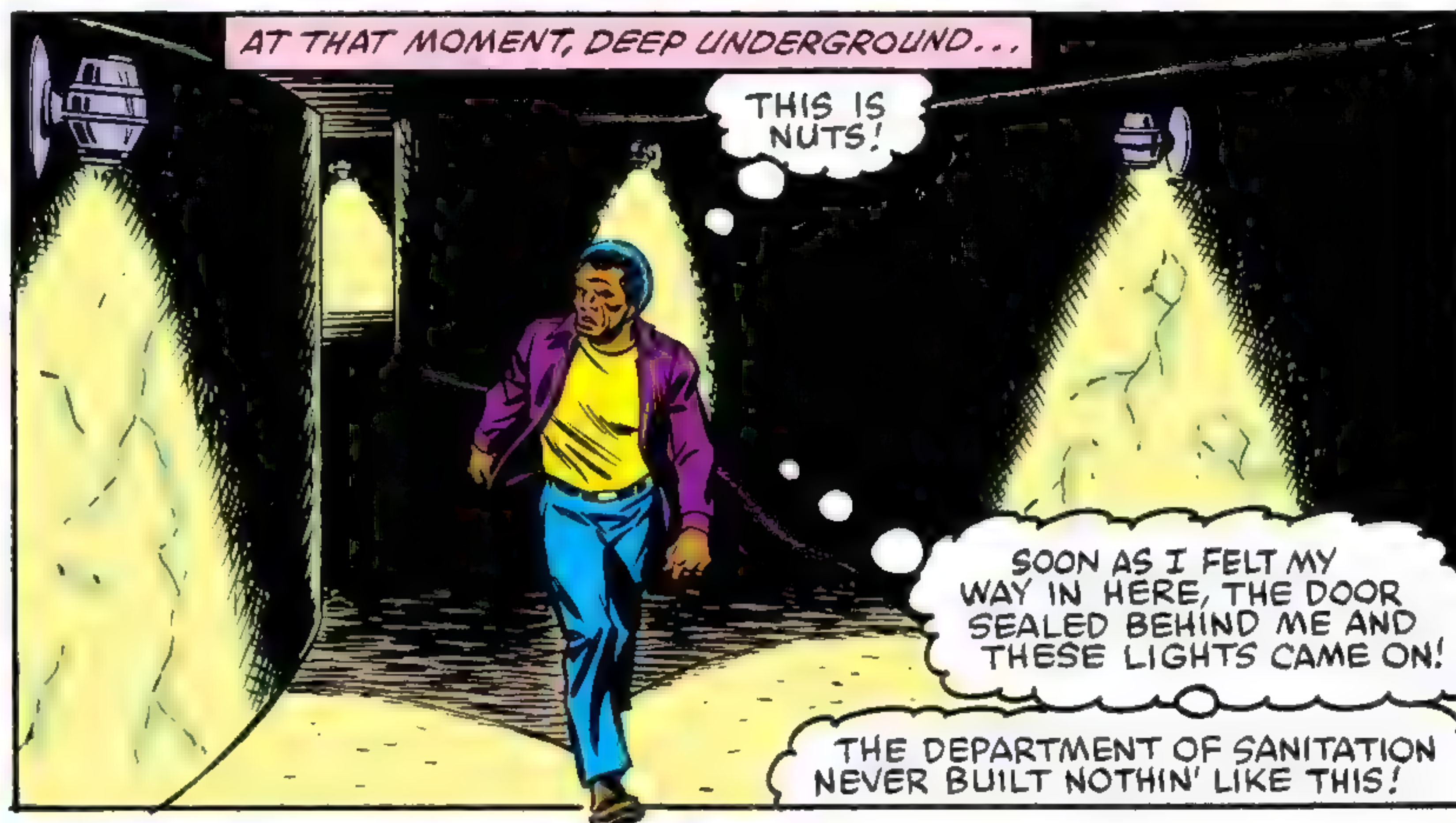


WAS IT MY IMAGINATION,  
OR DID HE GRAB SOME-  
THIN' OFF THAT PATROL  
CAR?

GRAB WHAT?  
EVERYTHING'S  
STILL THERE!

OSBORN  
MANUFACTURING  
EST. 1962

SURE IS A WEIRD FELLA!  
AT LEAST HE SEEMS TO  
BE ON OUR SIDE!



AT THAT MOMENT, DEEP UNDERGROUND...

THIS IS  
NUTS!

SOON AS I FELT MY  
WAY IN HERE, THE DOOR  
SEALED BEHIND ME AND  
THESE LIGHTS CAME ON!

THE DEPARTMENT OF SANITATION  
NEVER BUILT NOTHIN' LIKE THIS!



GUESS THIS IS THE END OF THE  
LINE! AIN'T NO AUTOMATIC LIGHTS  
IN HERE.

THIS PLACE SOUNDS  
BIG... LIKE A WORKROOM  
OR SOMETHING. MUST  
BE A LIGHT SWITCH ON  
THE WALL SOMEWHERE!



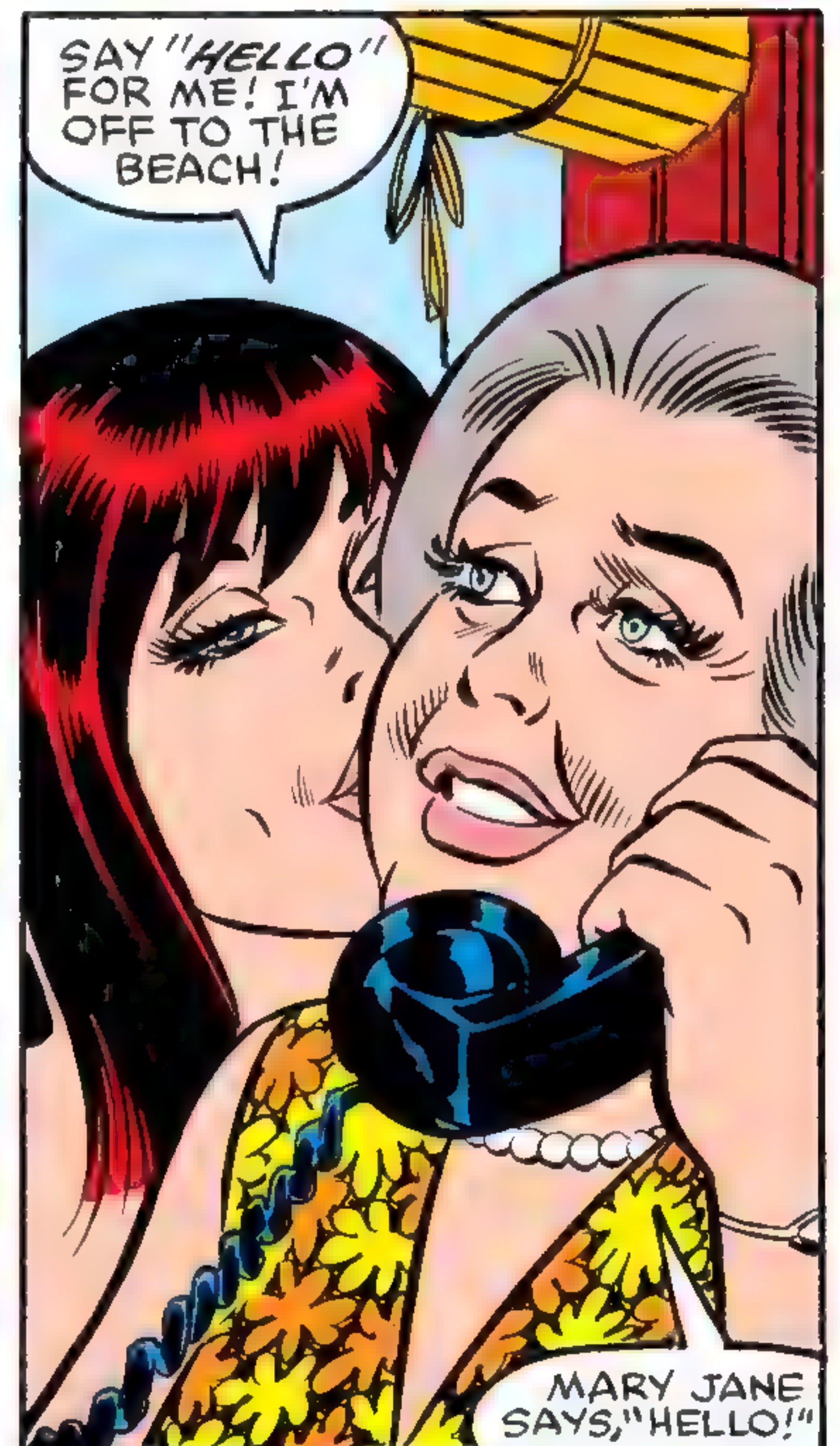
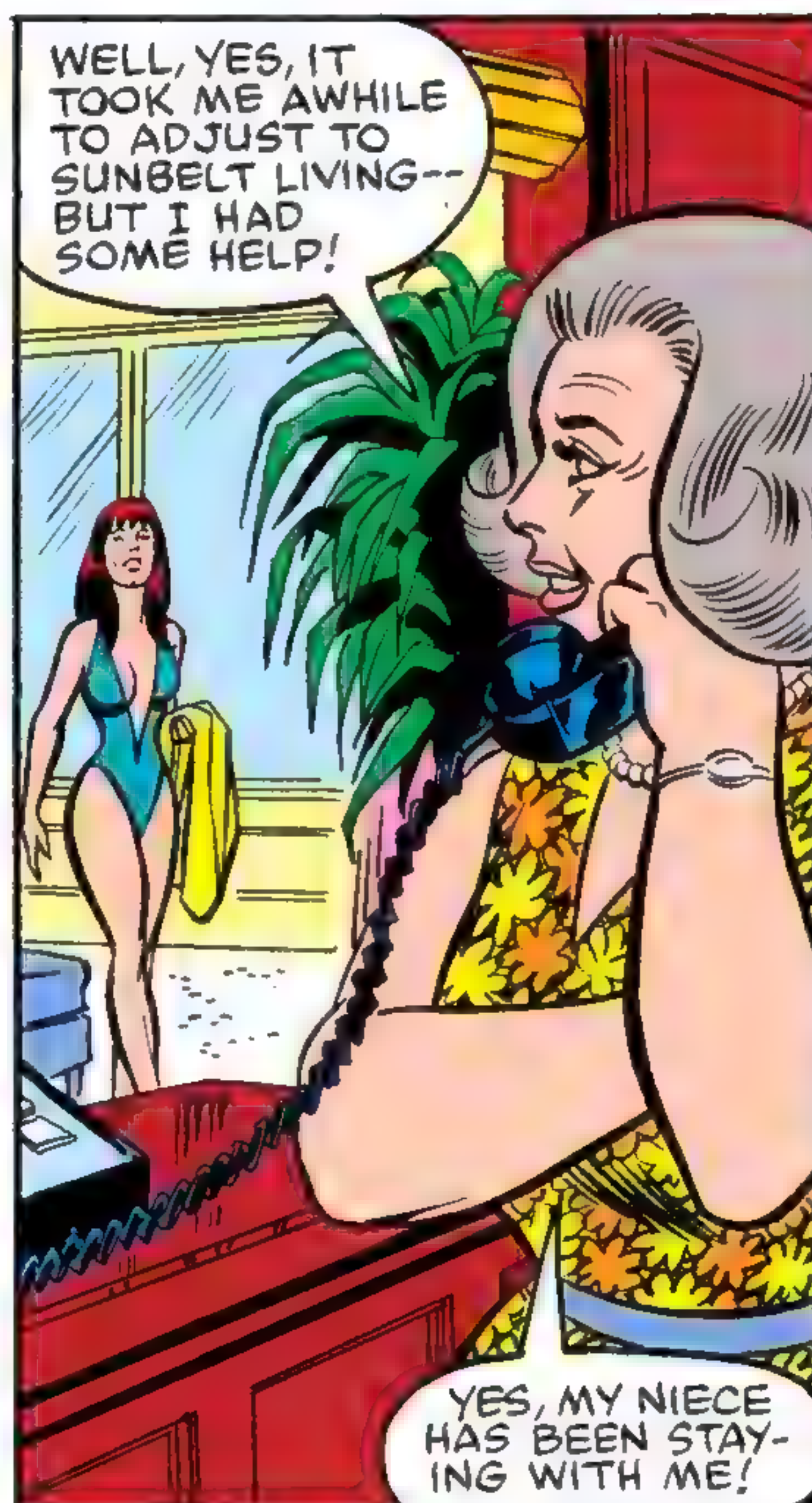
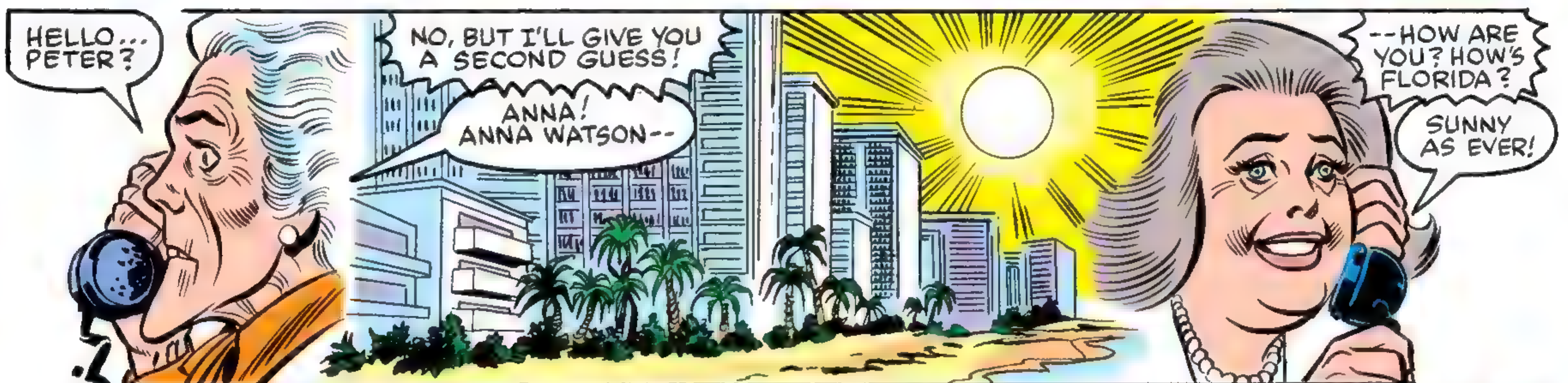
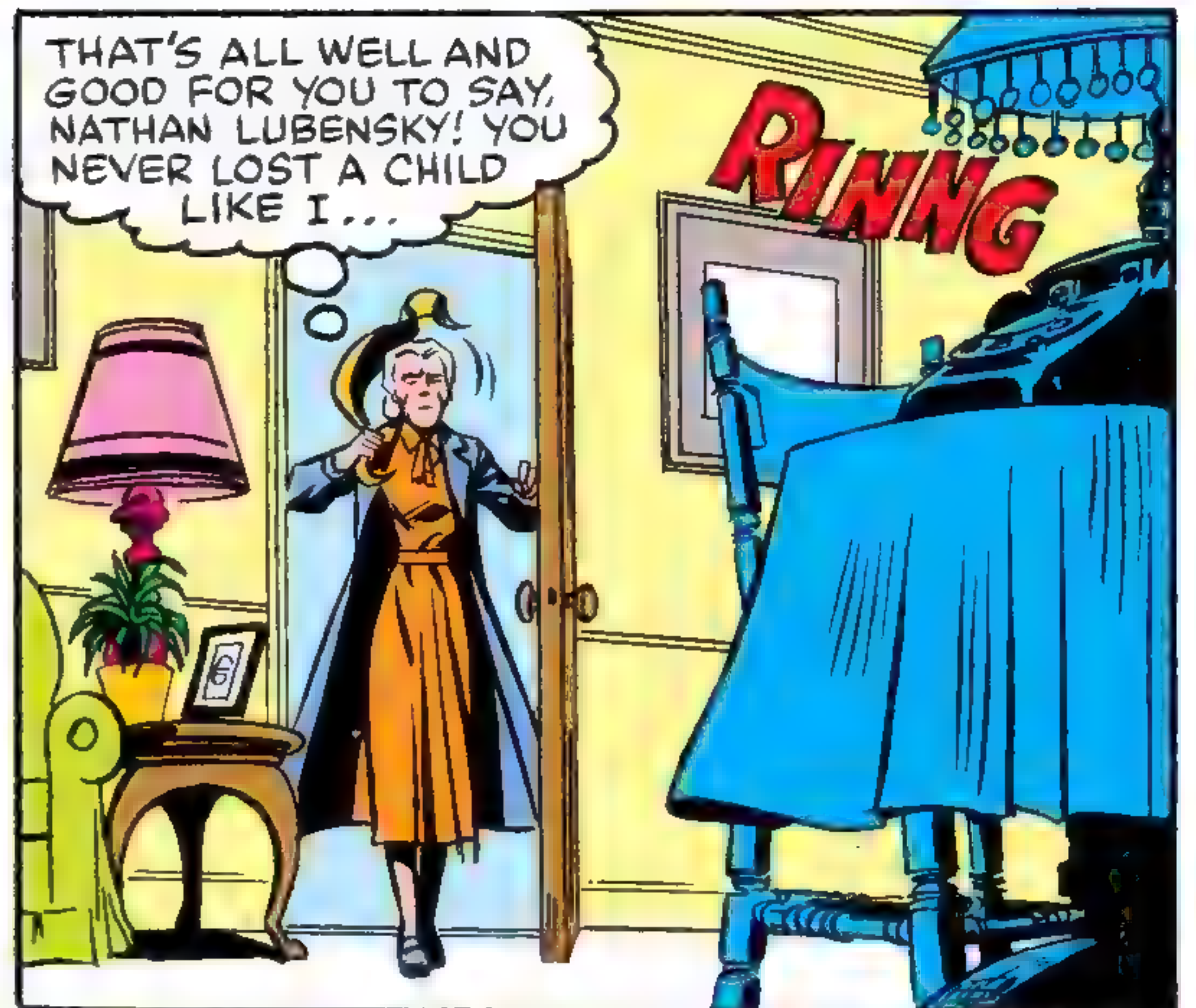
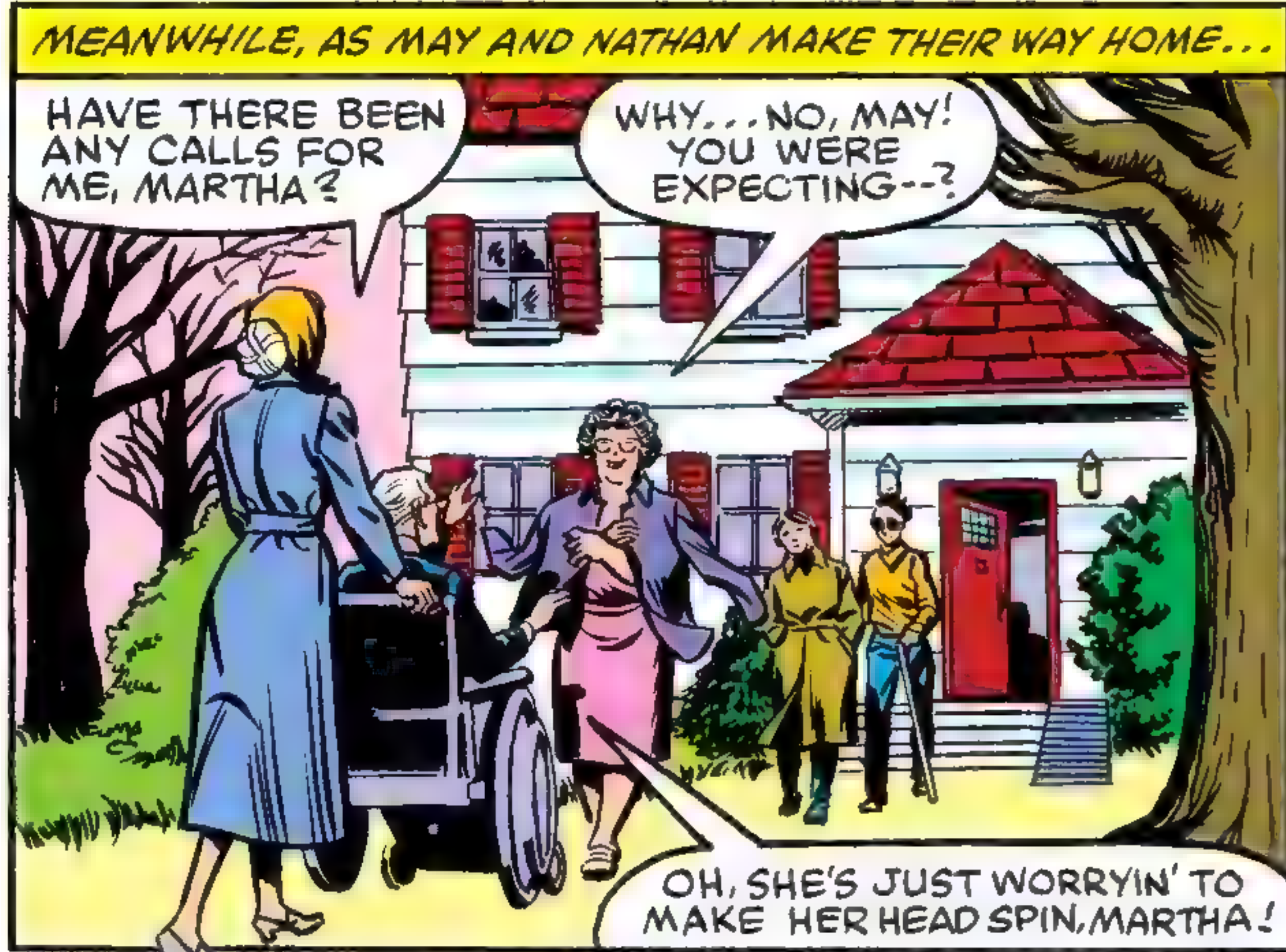
HOLEE--!

KLIK

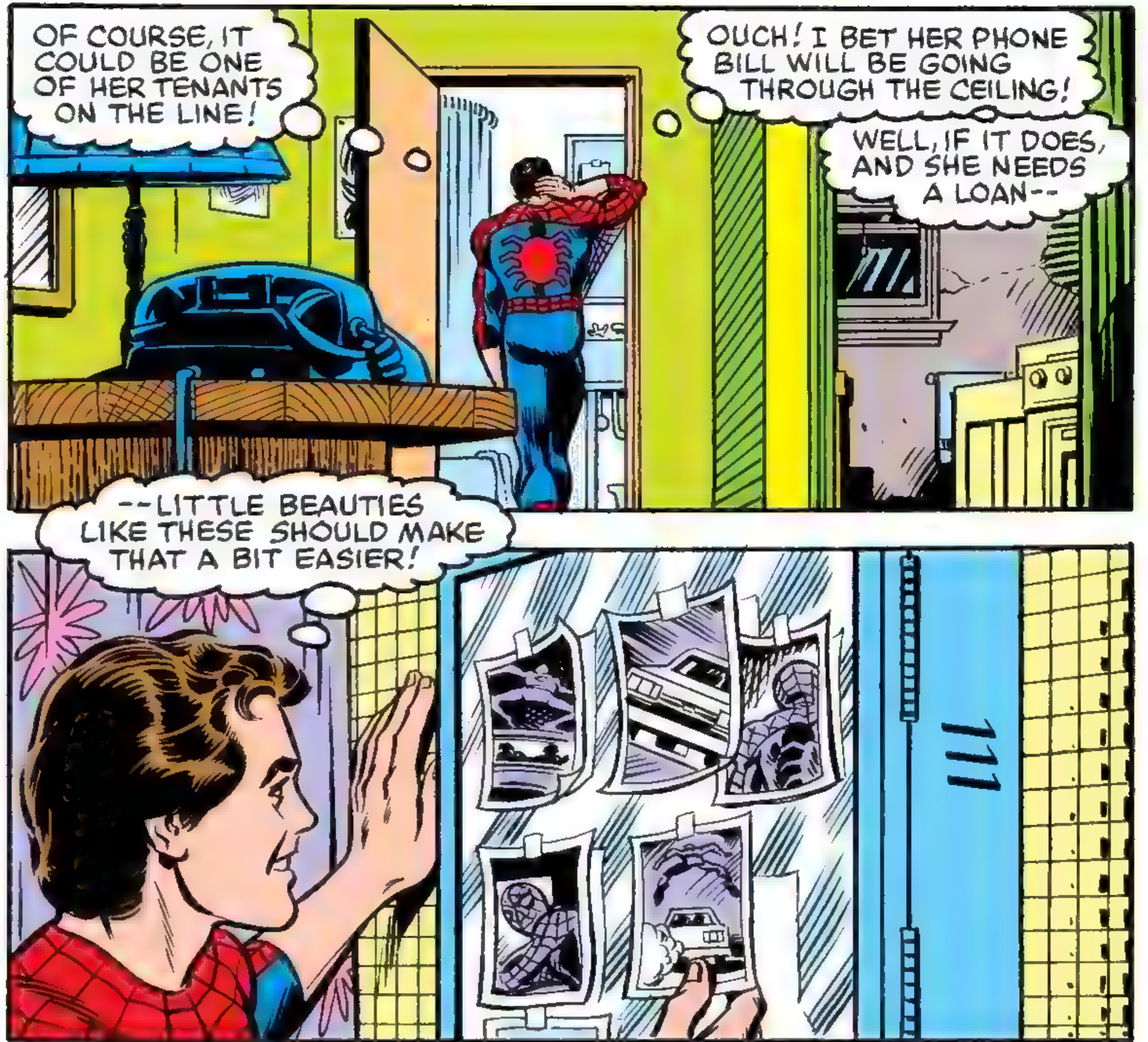
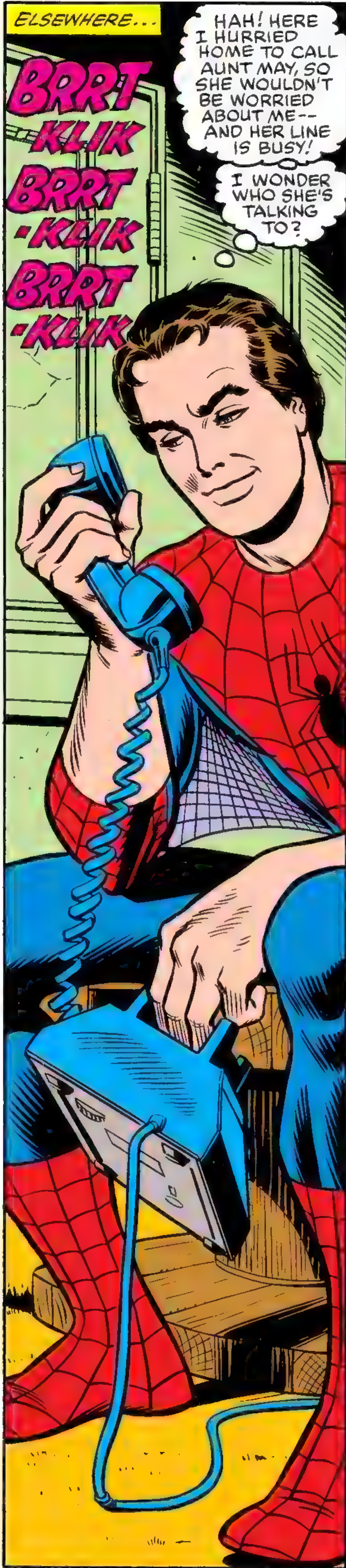
THAT MASK... ALL OF THIS  
GEAR! I'VE SEEN PICTURES OF  
STUFF LIKE THIS IN THE PAPERS!

I MUSTA FOUND THE SECRET HEADQUARTERS  
OF THE GREEN GOBLIN!!

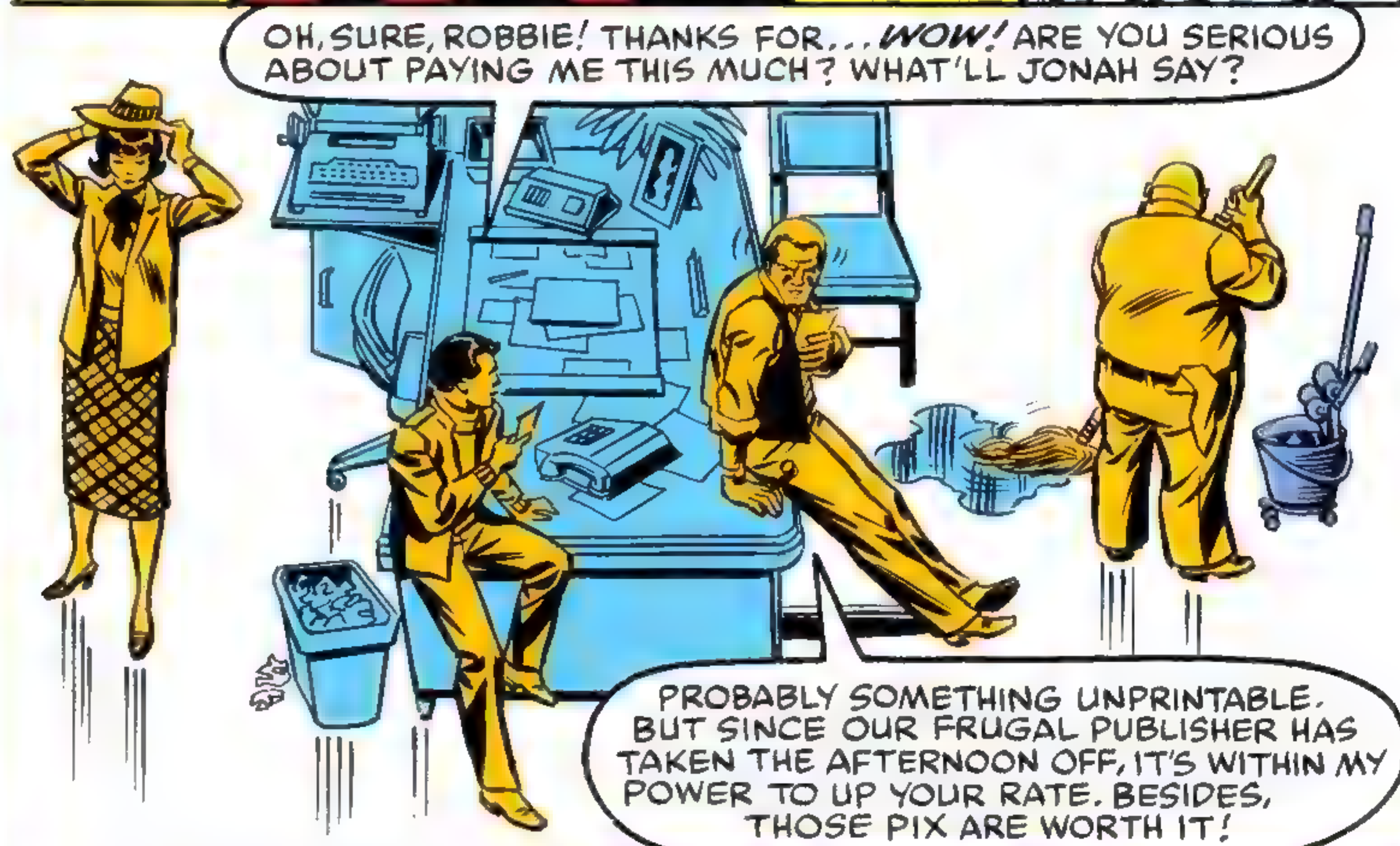
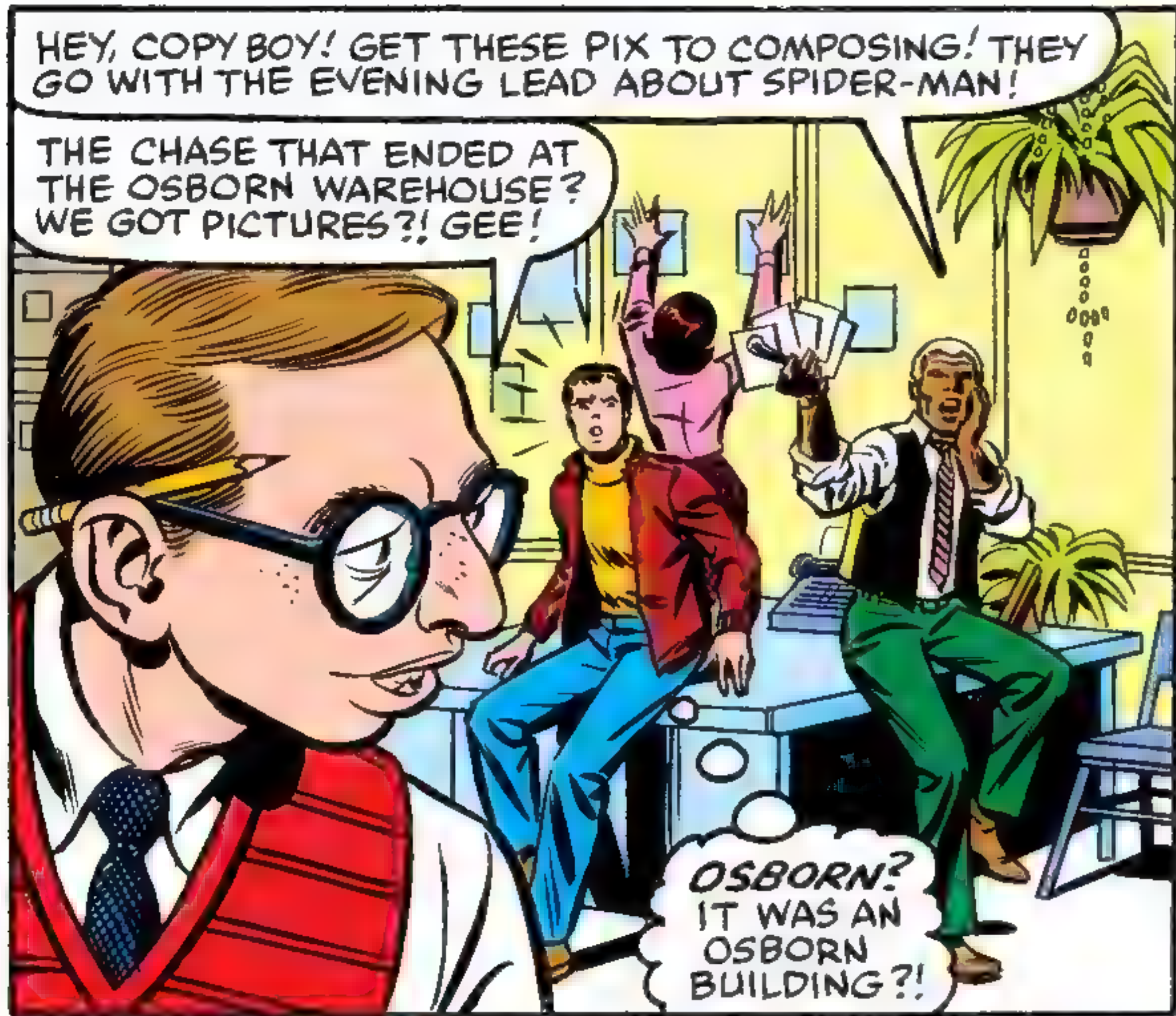








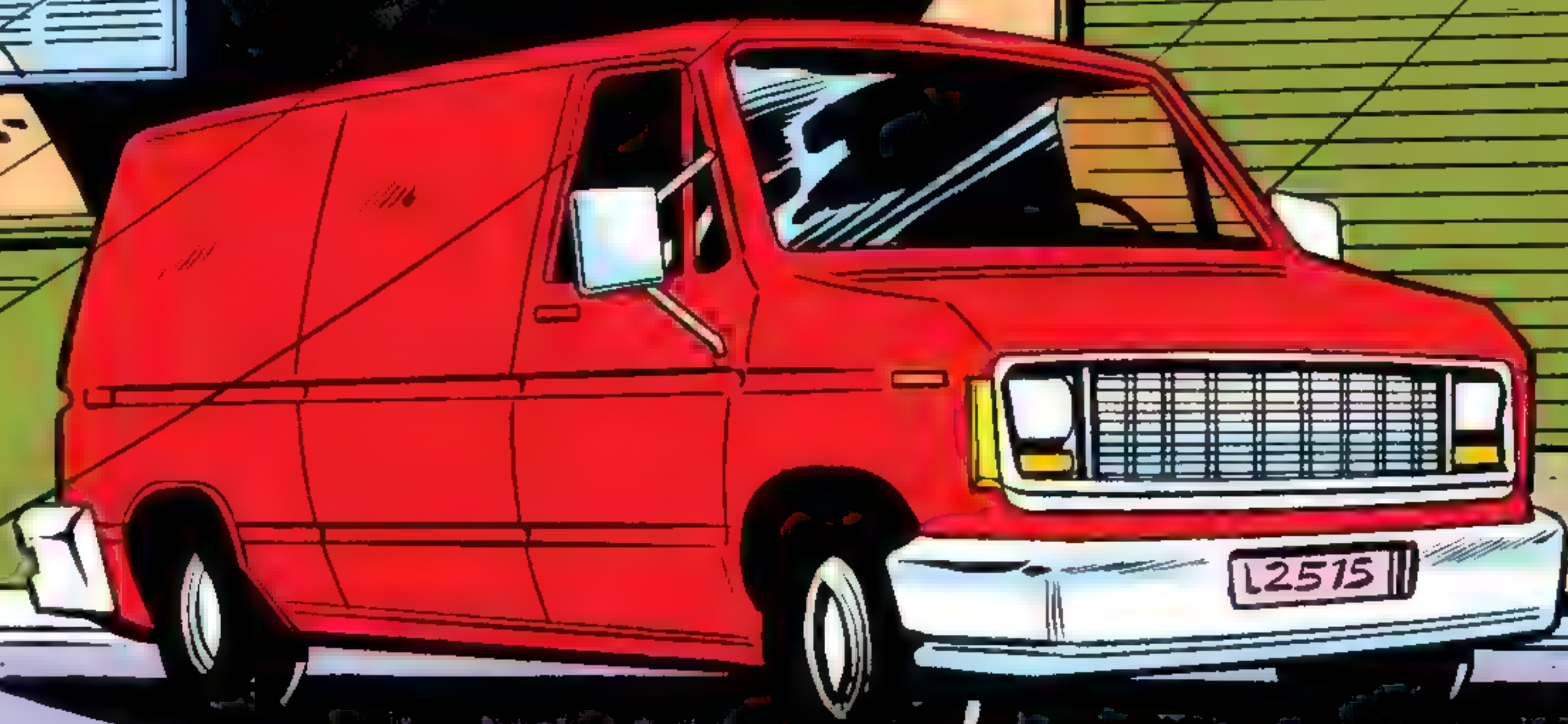






AT THAT MOMENT, NOT FAR FROM RESIDENTIAL FOREST HILLS...

OSBORN  
MANUFACTURING



HERE IT IS, MAN,  
JUST LIKE I TOLD  
YA... THE GREEN  
GOBLIN'S OLD  
HIDEOUT!

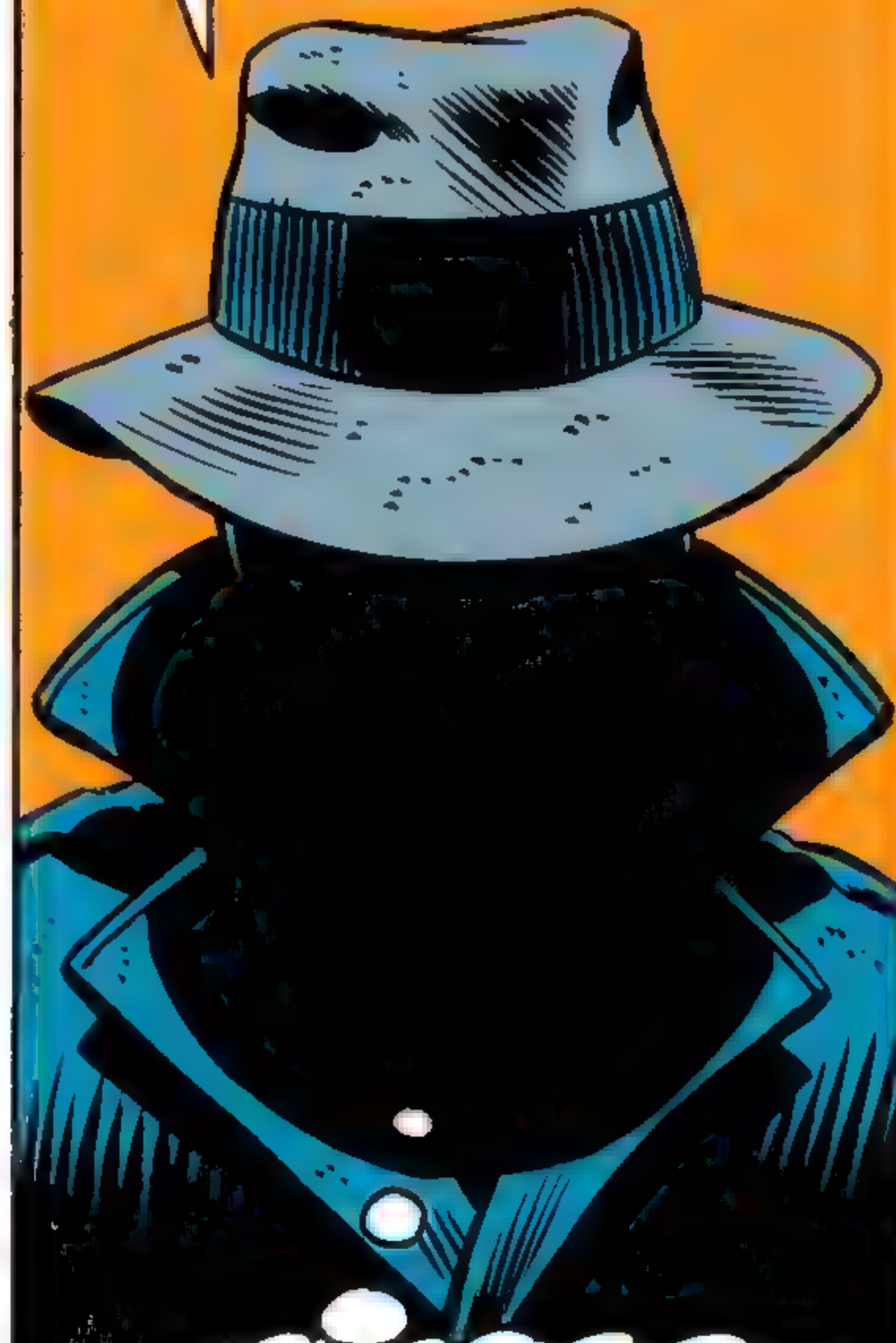


NOTES, PRIVATE JOURNALS  
...ALL THIS EQUIPMENT!

YEAH, I FIGURED  
A DUDE LIKE YOU'D  
BE INTERESTED!



YOU FIGURED CORRECTLY, GEORGIE.  
I WANT YOU TO LOAD EVERYTHING  
THAT CAN BE MOVED INTO THE VAN!



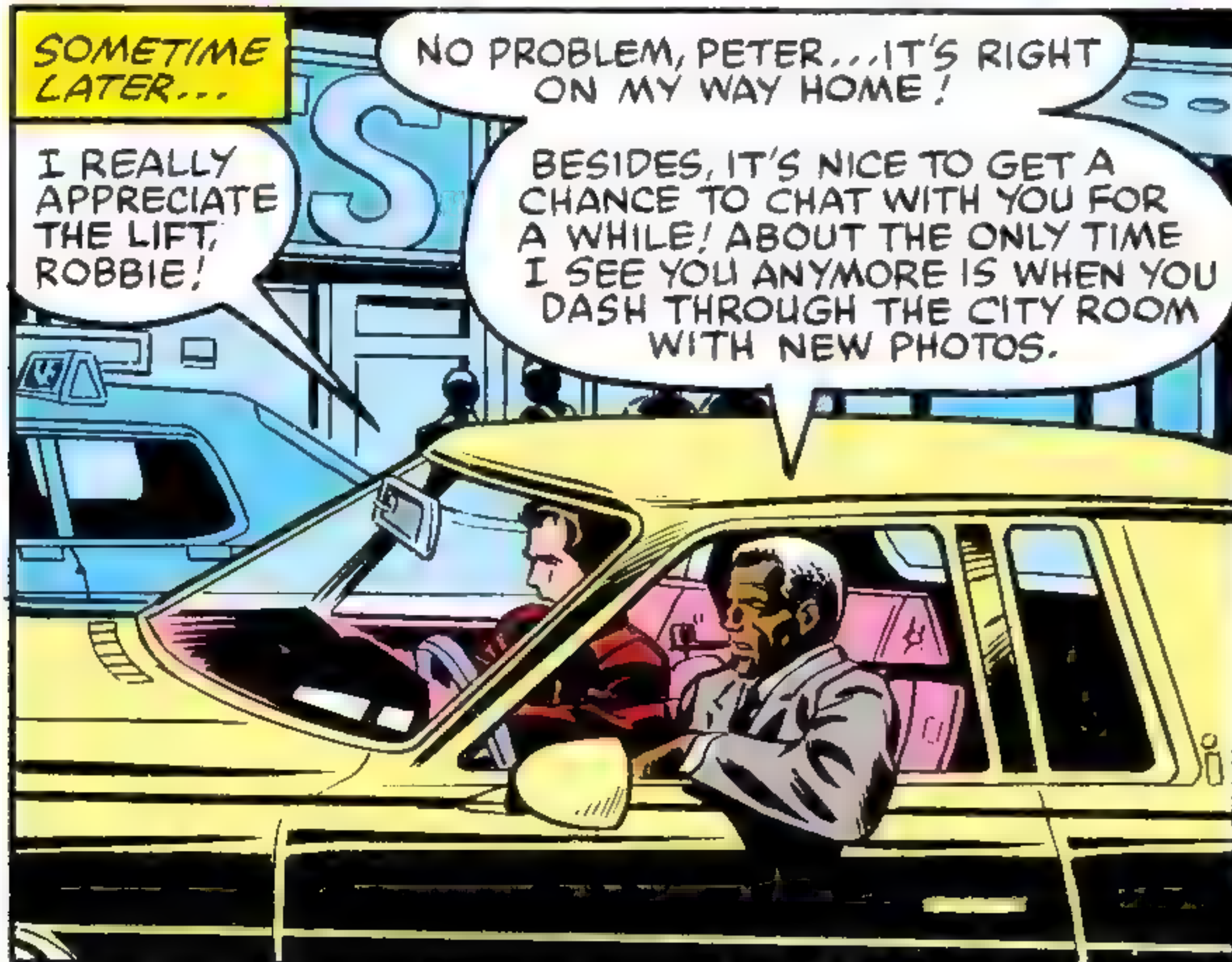
AND WHILE YOU DO THAT,  
I'LL MAKE SURE THAT NO  
EVIDENCE REMAINS OF OUR  
PILFERING!

SOMETIME  
LATER...

I REALLY  
APPRECIATE  
THE LIFT,  
ROBBIE!

NO PROBLEM, PETER... IT'S RIGHT  
ON MY WAY HOME!

BESIDES, IT'S NICE TO GET A  
CHANCE TO CHAT WITH YOU FOR  
A WHILE! ABOUT THE ONLY TIME  
I SEE YOU ANYMORE IS WHEN YOU  
DASH THROUGH THE CITY ROOM  
WITH NEW PHOTOS.



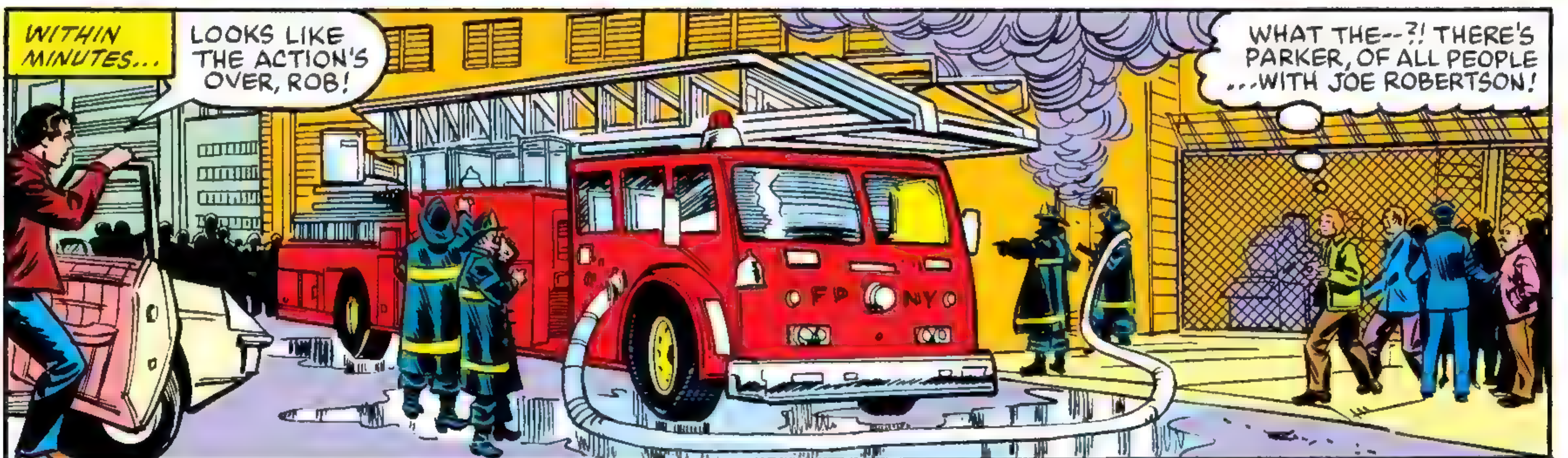
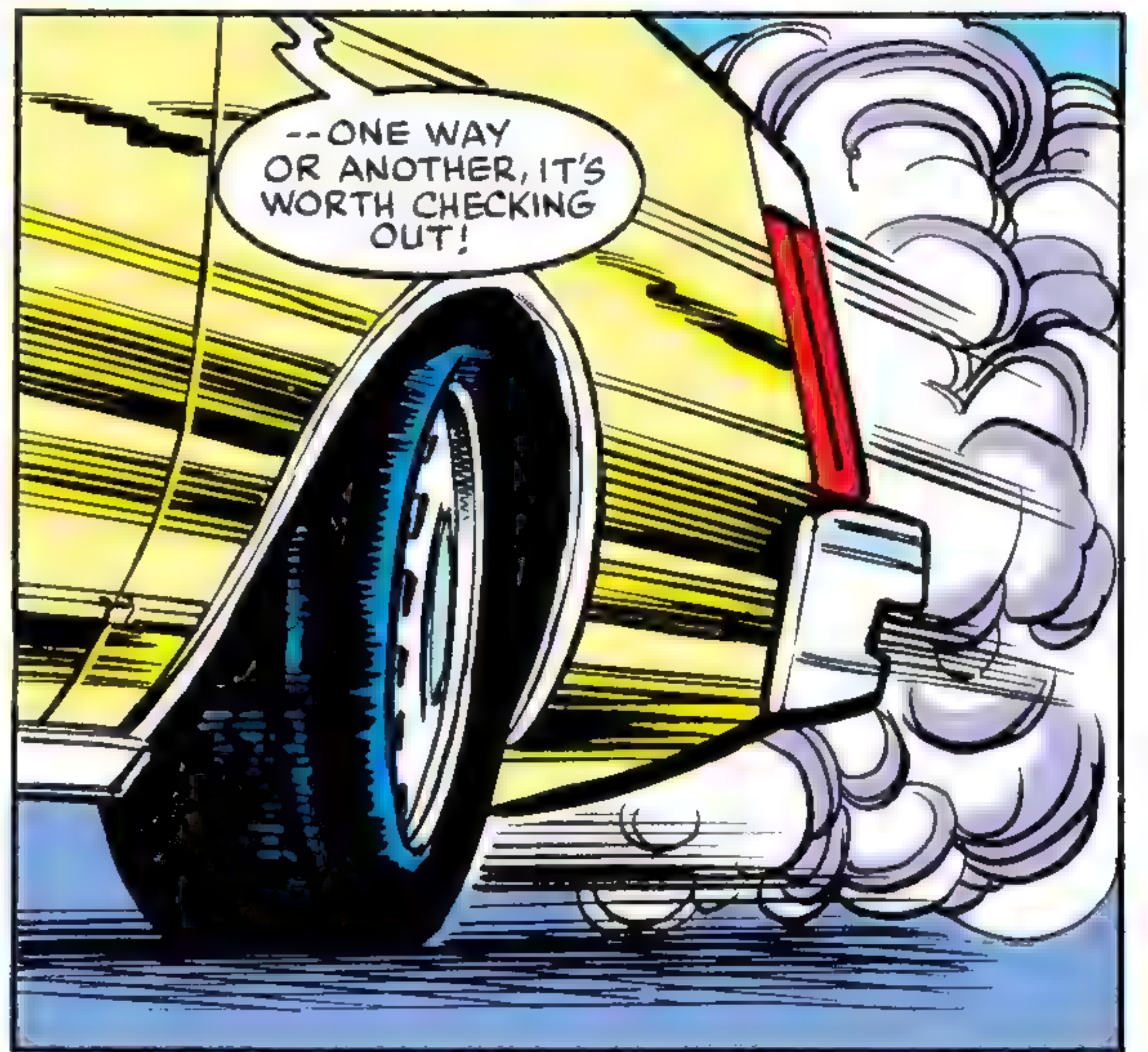
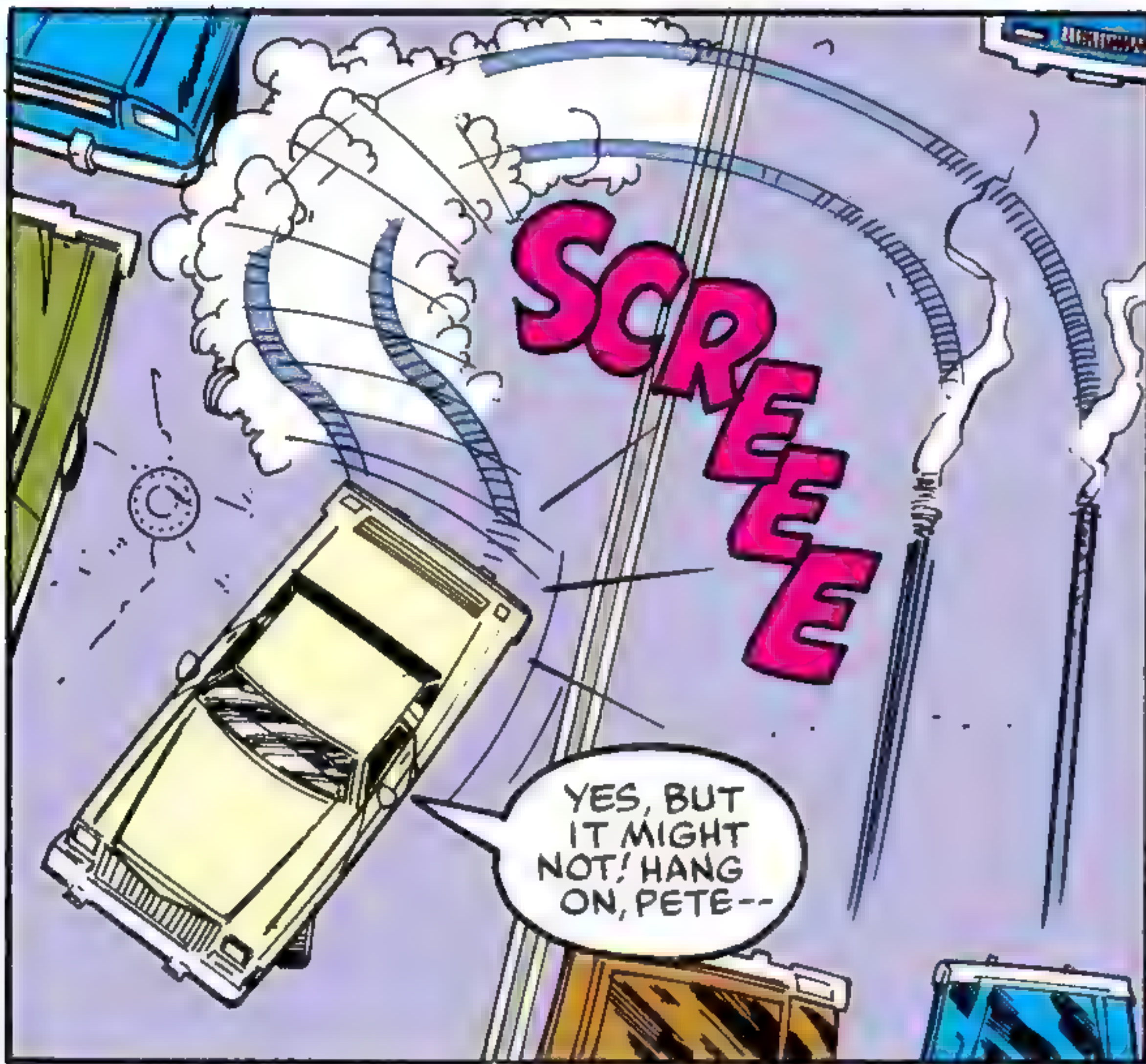
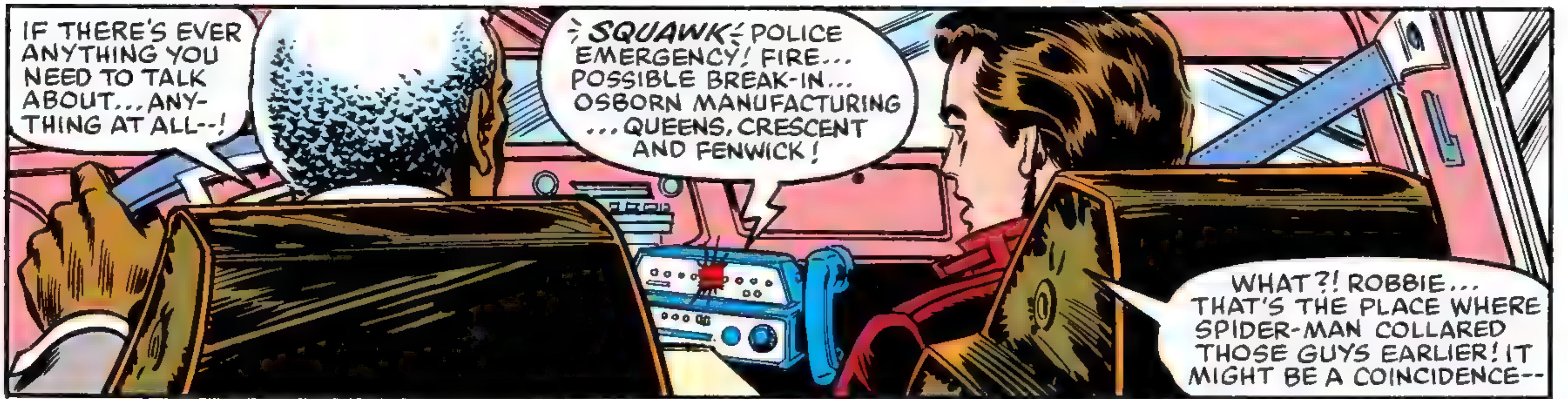
I'M AFRAID SO.  
I JUST DON'T  
HAVE MUCH TIME  
TO HANG OUT AT  
THE *BUGLE*  
LIKE I USED TO.

WELL, THAT'S UNDERSTANDABLE.  
YOUR GRADUATE STUDIES  
MUST TAKE UP A LOT  
OF TIME.

STILL, I DON'T  
WANT YOU TO  
BECOME A  
STRANGER!











GOOD WORK, LANCE!

EXCUSE ME, CAPTAIN-- I'M JOE ROBERTSON OF THE *DAILY BUGLE*. HAVE YOU DETERMINED THE CAUSE OF THE FIRE YET?



WELL, SIR, IT MIGHT BE ARSON. IT APPEARS TO HAVE BEEN SET... AND THE FELLA WHO TURNED IN THE ALARM SAW A RED VAN SPEED AWAY--

-- JUST BEFORE HE SPOTTED THE SMOKE. LUCKILY, THE FIRE WAS CONTAINED WITHIN THE CHAMBER WHERE IT STARTED.



FUNNY THING, THOUGH... THAT CHAMBER WASN'T ON ANY FLOORPLAN WE COULD FIND. IT'S ALMOST AS IF IT WAS SUPPOSED TO BE A SECRET ROOM OR SOMETHING!

WHAT?! CAPTAIN, COULD I TAKE A LOOK IN THERE?

C'MON, PARKER, YOU DON'T WANT TO GO IN THERE! THE GOOD PIX HAVE BEEN TAKEN!

YOUR BUDDY'S RIGHT. THERE'S NOT MUCH TO SEE... BUT IF YOU WANT TO LOOK, IT SHOULD BE SAFE ENOUGH.



I'M ALMOST AFRAID TO LOOK ... BUT I HAVE TO!



WHAT'S WITH PARKER? HE DOESN'T EVEN HAVE A CAMERA WITH HIM!



FOLLOWING THE TRAILING FIRE HOSE, PETER WORKS HIS WAY DOWN INTO THE BUILDING, UNTIL...

OH, NO!

I'VE BEEN IN ROOMS LIKE THIS ONE BEFORE! AS BURNT AS THE PLACE IS, I CAN STILL RECOGNIZE THE FIXTURES ON THE WALL! THE LAST TIME I SAW A METAL RACK LIKE THAT--

-- IT WAS HOLDING A ROW OF JET-GLIDERS! THIS WAS ONE OF NORMAN OSBORN'S HIDEAWAYS WHEN HE WAS THE GREEN GOBLIN!







SOMEBODY MUST HAVE STUMBLERD ACROSS THE PLACE AND LOOTED IT!

AND I HAVE A TERRIBLE SUSPICION I KNOW WHO THAT SOMEBODY MIGHT BE!

YOU WERE RIGHT, LANCE. THERE'S NOTHING WORTH A PHOTO-FEATURE INSIDE!



WOULDN'T HAVE DONE YOU MUCH GOOD IF THERE WAS... NOT WITH-OUT YOUR CAMERA! HAH!

PETE SEEMS AWFULLY DOWN ALL OF A SUDDEN.

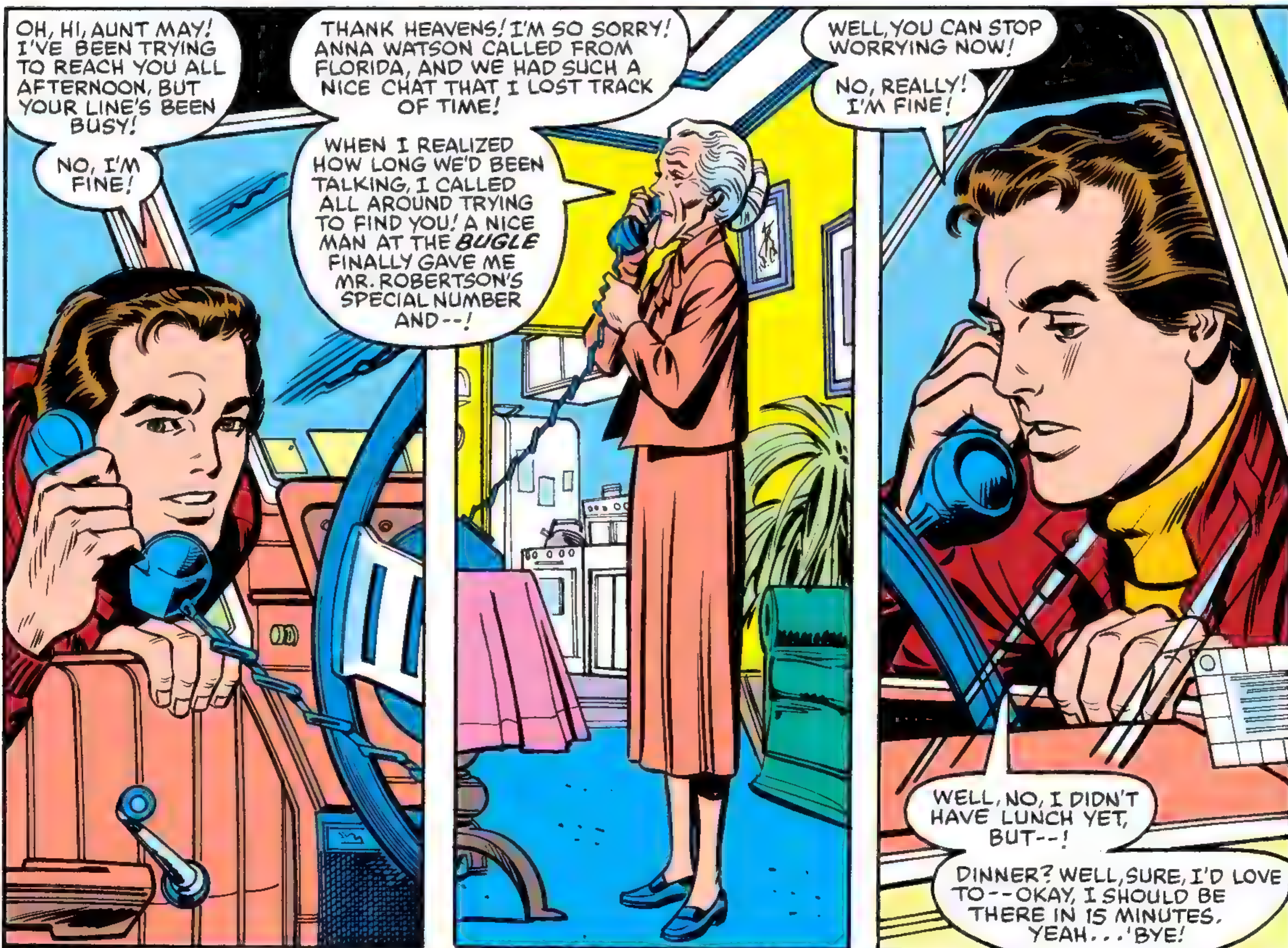


BLASTED MOBILE PHONE!

ROBERTSON HERE!

WHO--? WHY, YES... YES, HE IS!

PETER? IT'S FOR YOU!



OH, HI, AUNT MAY! I'VE BEEN TRYING TO REACH YOU ALL AFTERNOON, BUT YOUR LINE'S BEEN BUSY!

NO, I'M FINE!

THANK HEAVENS! I'M SO SORRY! ANNA WATSON CALLED FROM FLORIDA, AND WE HAD SUCH A NICE CHAT THAT I LOST TRACK OF TIME!

WHEN I REALIZED HOW LONG WE'D BEEN TALKING, I CALLED ALL AROUND TRYING TO FIND YOU! A NICE MAN AT THE BUGLE FINALLY GAVE ME MR. ROBERTSON'S SPECIAL NUMBER AND--!

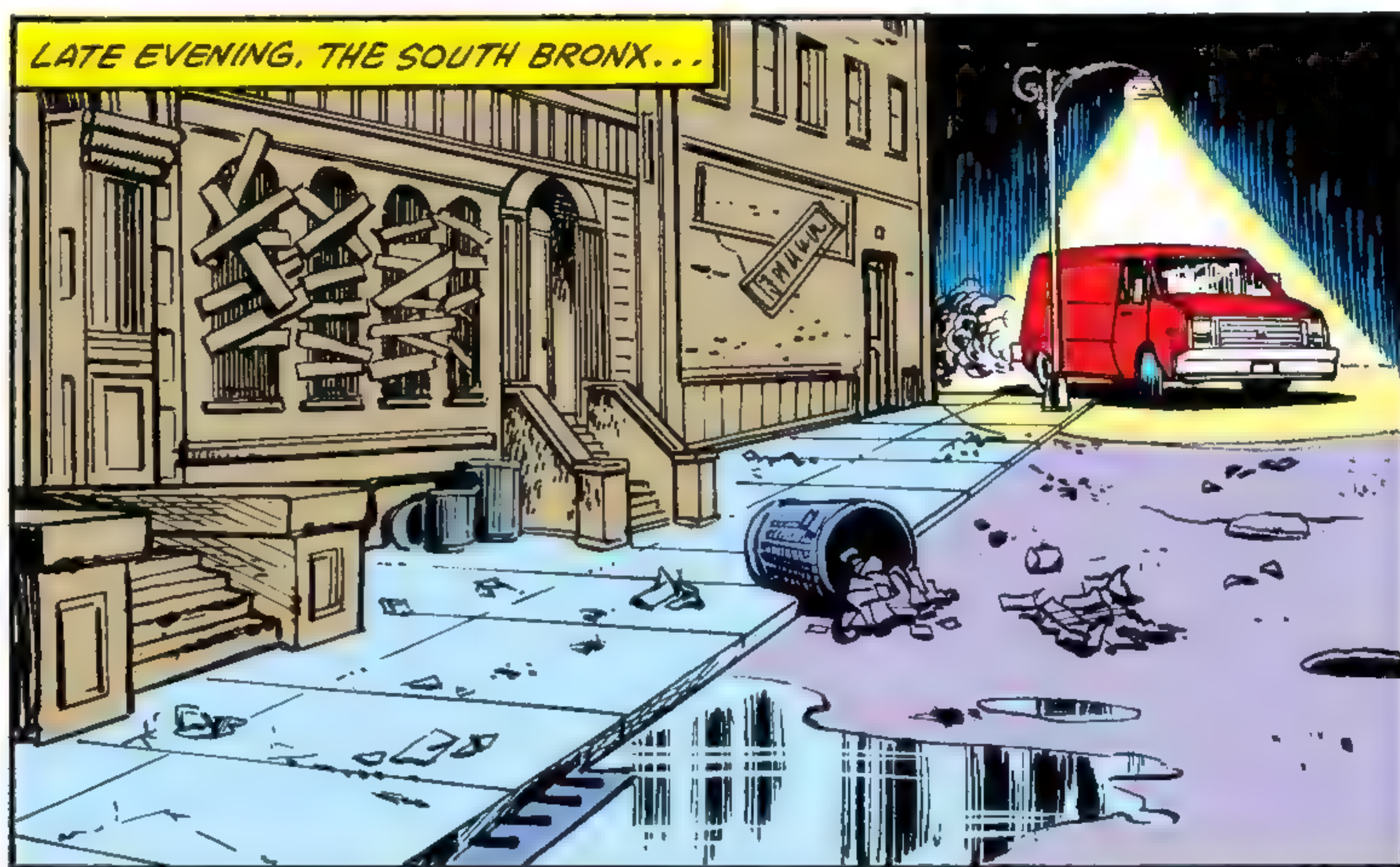
WELL, YOU CAN STOP WORRYING NOW!

NO, REALLY! I'M FINE!

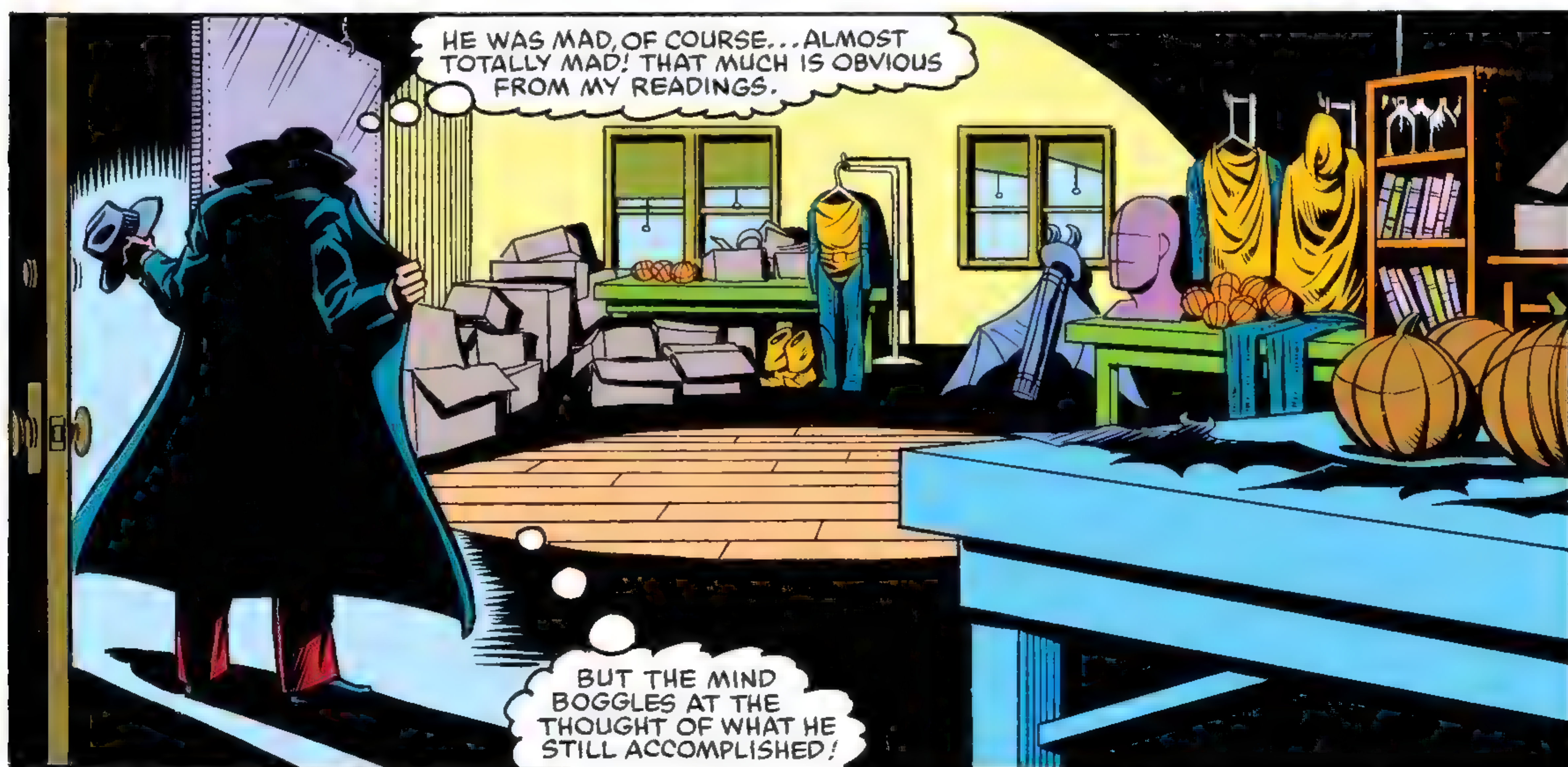
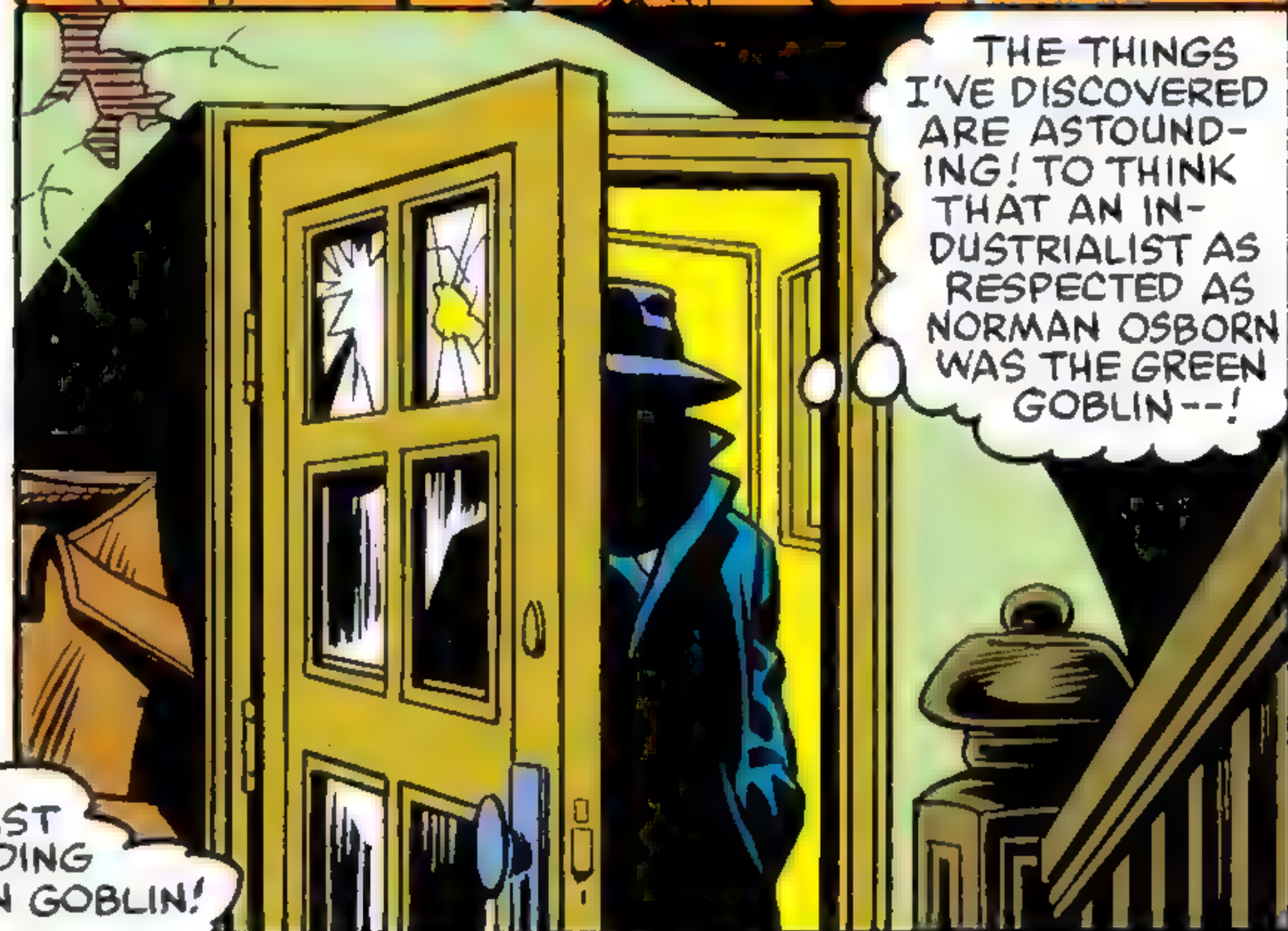
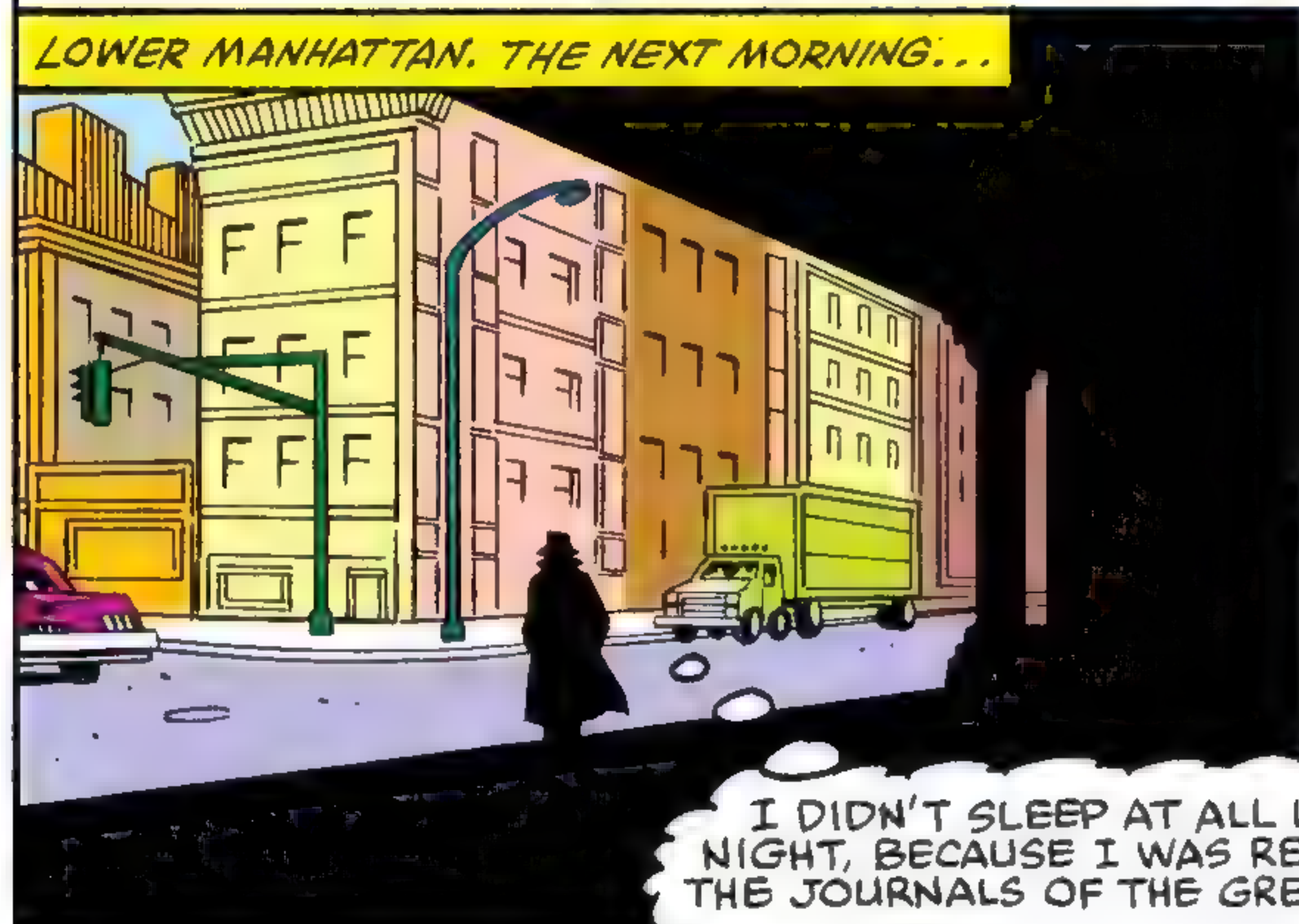
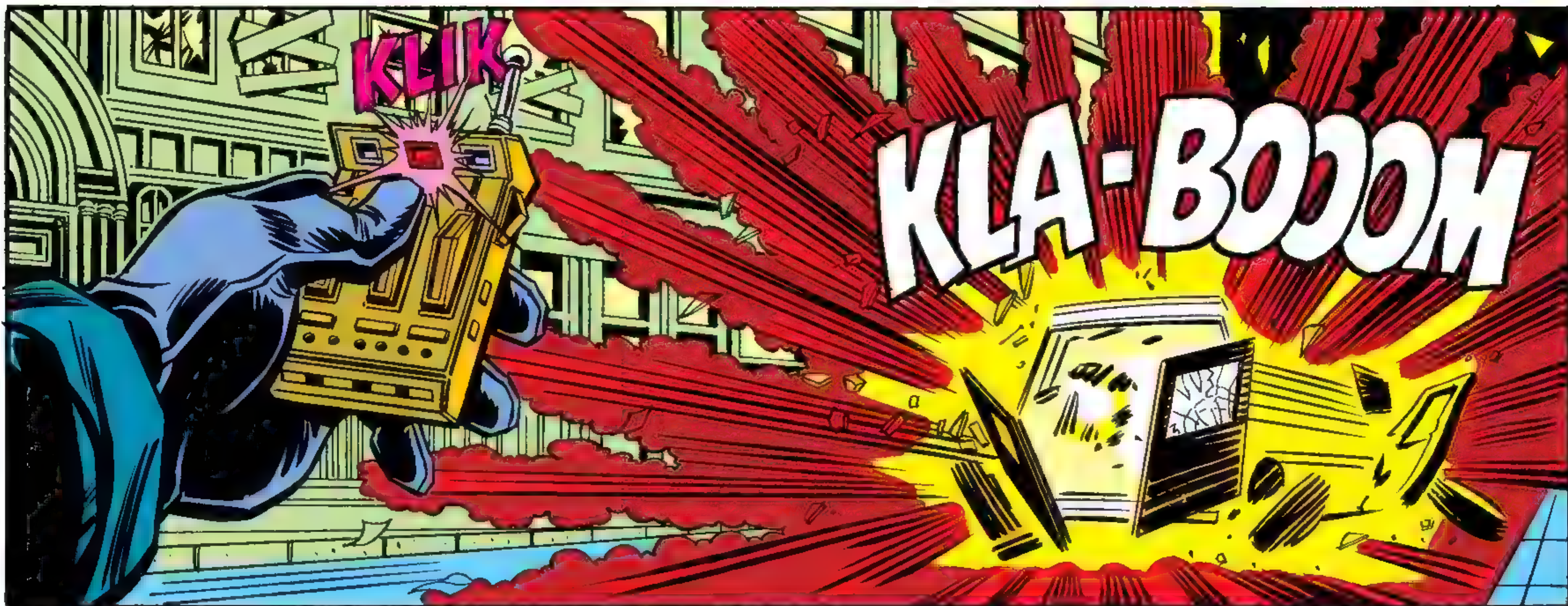
WELL, NO, I DIDN'T HAVE LUNCH YET, BUT--!

DINNER? WELL, SURE, I'D LOVE TO--OKAY, I SHOULD BE THERE IN 15 MINUTES. YEAH... 'BYE!





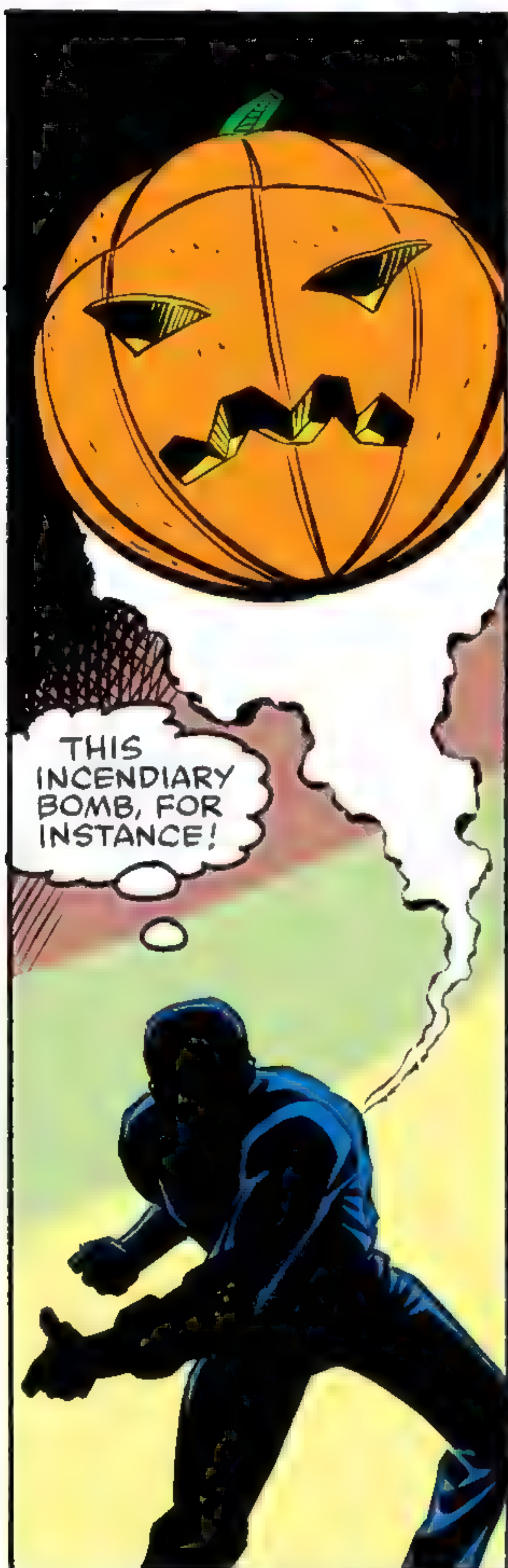








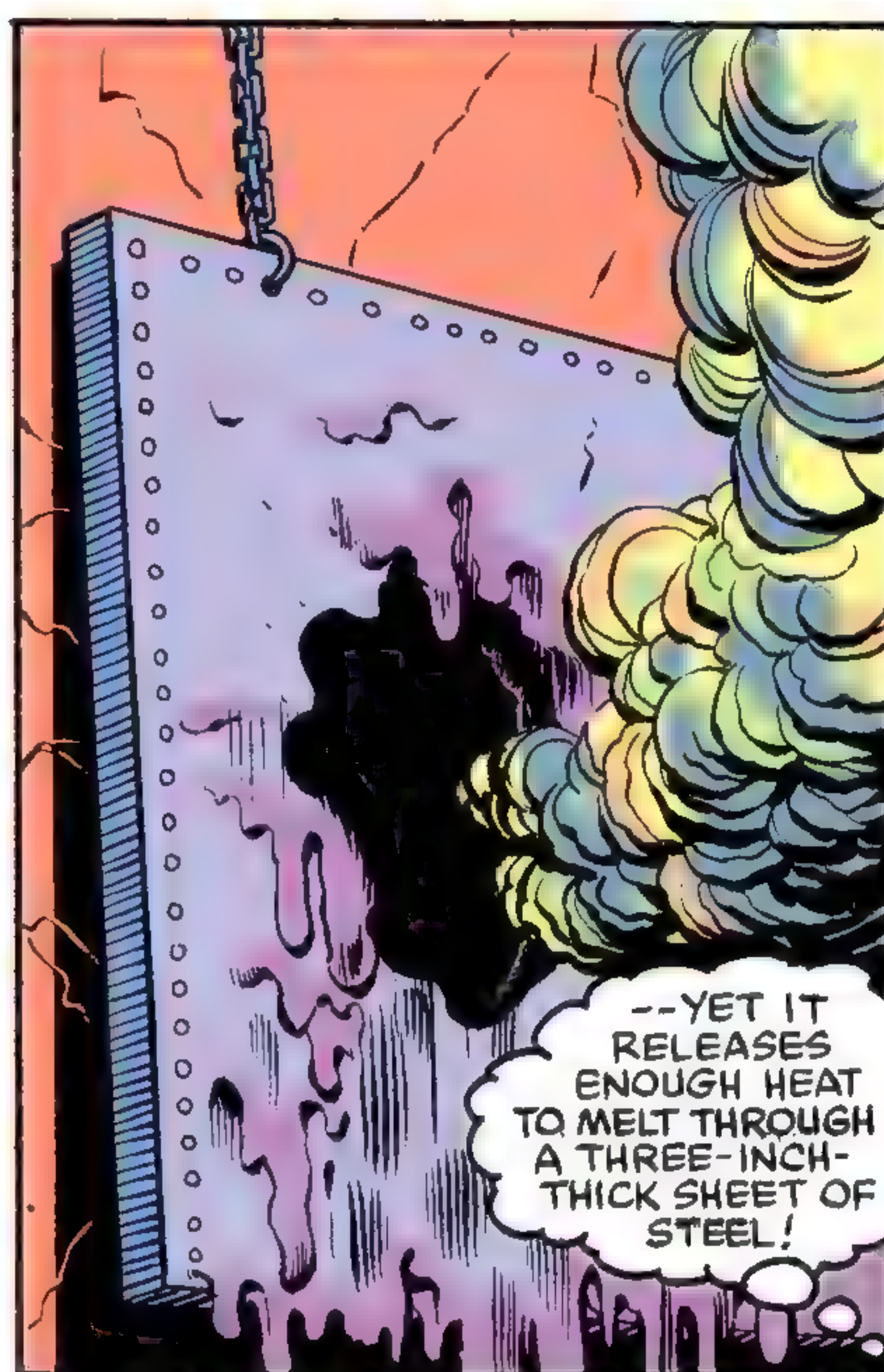
THIS EQUIPMENT...THESE WEAPONS...IT'S ALL THE WORK OF GENIUS!



THIS INCENDIARY BOMB, FOR INSTANCE!



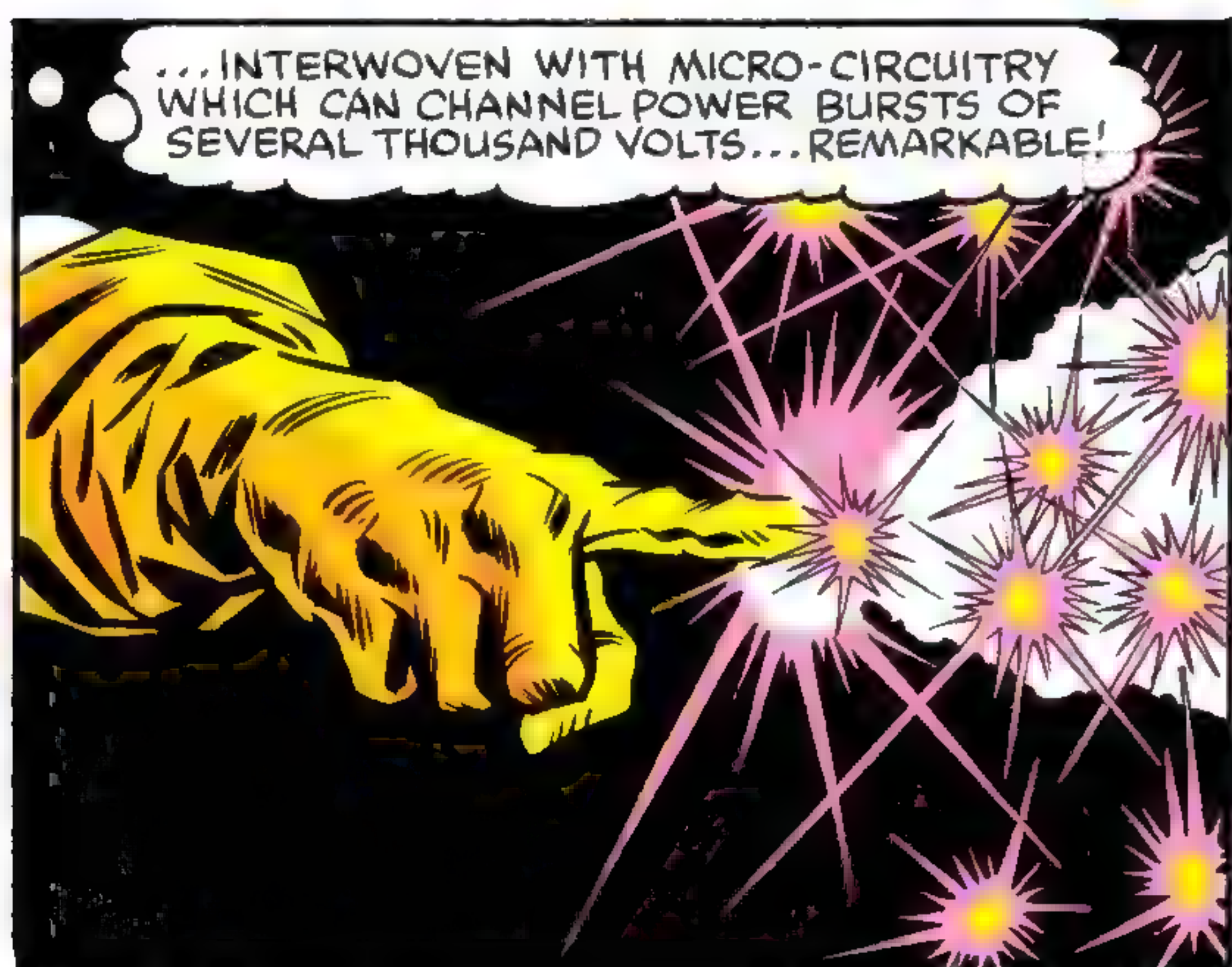
IT HARDLY MAKES A SOUND WHEN IT IGNITES--



--YET IT RELEASES ENOUGH HEAT TO MELT THROUGH A THREE-INCH-THICK SHEET OF STEEL!



AND THE GLOVES...



...INTERWOVEN WITH MICRO-CIRCUITRY WHICH CAN CHANNEL POWER BURSTS OF SEVERAL THOUSAND VOLTS...REMARKABLE!



BUT THE THING WHICH FASCINATES ME THE MOST IS THIS JET-GLIDER!





IT'S SO SWIFT...MANEUVER-  
ABLE...AND QUIET! ITS  
CONTROLS CAN BE MASTERED  
IN SECONDS!

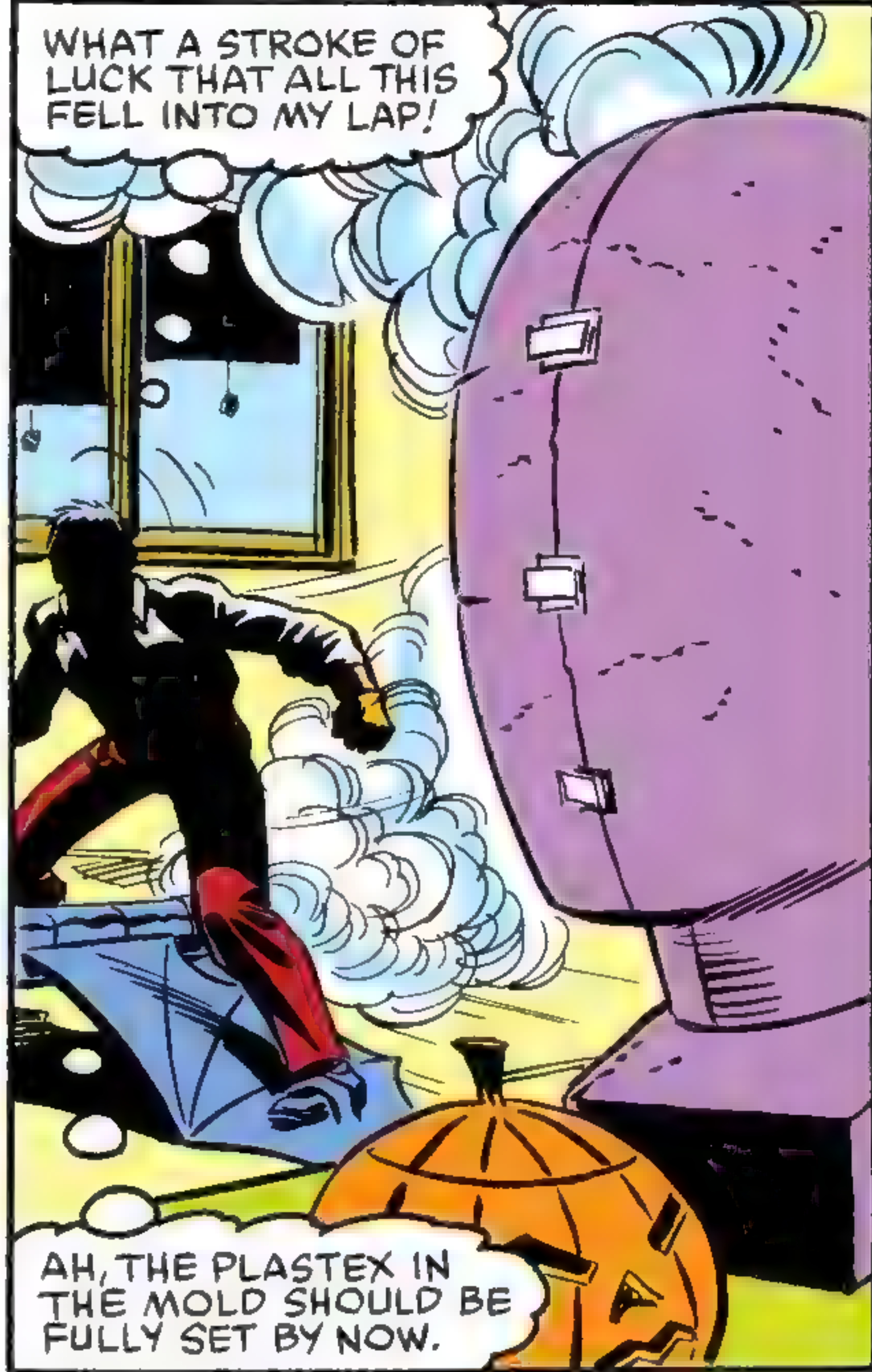
THIS MUST SURELY  
REPRESENT A  
BREAKTHROUGH  
IN THE SCIENCE  
OF FLIGHT!

THIS PROVES  
OSBORN WAS  
INSANE! HE COULD  
HAVE MADE MORE  
MONEY BY MARKETING  
SUCH A DEVICE THAN  
HE EVER COULD  
HAVE MADE  
IN CRIME!



OF COURSE...IN KEEPING  
THIS TO HIMSELF, HE BECAME  
THE ONLY ONE IN THE WORLD  
TO POSSESS SUCH A WON-  
DROUS DEVICE! THE ONLY  
ONE...YES!

THE FREEDOM, THE  
POWER THIS GIVES ONE  
IS...EXHILARATING!



WHAT A STROKE OF  
LUCK THAT ALL THIS  
FELL INTO MY LAP!

AH, THE PLASTEX IN  
THE MOLD SHOULD BE  
FULLY SET BY NOW.



EXCELLENT!



MY NEW FACE! IT STILL  
EVOKES THE MADNESS OF  
THE GOBLIN--



--BUT THE SLIGHT CHANGES  
I MADE IN THE MOLD SHOULD  
PRODUCE A MORE FEARSOME  
COUNTEenance!







BUT IN HIS PLACE  
NOW STANDS--



--THE  
**HOBGOBLIN!!**

TO BE CONTINUED!



# THE SPIDER'S WEB

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387 Park Avenue South  
New York, New York 10016

**TOM DeFALCO**  
EDITOR  
**LINDA GRANT**  
ASSISTANT EDITOR

Dear Tom:

Yesterday, I bought AMAZING SPIDER-MAN #233. After reading "Where The @!%# Is Nose Norton?" last night, I just couldn't keep from expressing my feelings.

I've been collecting comics for fourteen years, and I've always enjoyed them. Spider-Man has been my favorite hero ever since the first time I touched an issue. I have seen Spider-Man grow up over the years. How can you *not* feel something about such a character, even if he is pure fiction? That is why I've been disappointed when the excitement and the enjoyment just wasn't there anymore. For the last two years, I searched for some of the fun I had grown up with, but it just wasn't there.

At first, I thought it was me. Maybe the fun and the thrill was there, and I just didn't find it to be fun or thrilling anymore. This led to a sobering conclusion: Maybe I had outgrown comic books. I never thought that could happen to me. Somehow, this possibility made me feel a little older, a little more somber, than a college student should. I would like to believe that I have some carefree, free-wheeling days left in me.

Finally, I learned to appreciate more fully the greatness of those SPIDER-MAN tales of the past, the ones I'd taken for granted. I remembered kindly the issues that continually defied the old routine and set new standards for all the other titles. I recalled those special issues that held only a few pages of battle—or even none at all!—where the issue was dedicated to developing the characters of the subplots. It was this uniqueness—not the flash and color—that made SPIDER-MAN a legend.

Well, I am delighted to say that SPIDER-MAN IS BACK! It has been building up for a few months now, but it was issue #233 that really kicked off the Spider-Man Revival. As I read the story for a second time, I kept repeating, "I like it, I like it!" It had all the elements I've been seeking for over two years.

First, the art. You can't imagine how satisfying it is for an old Spider-Man fan to see a Romita working on AMAZING SPIDER-MAN on a regular basis. The Web-slinger has not looked better than he did this issue for a very, very long time. John Romita Jr. handled the other characters in the story with a finesse that perhaps no other SPIDER-MAN artist has ever achieved. The last five issues have been masterpieces.

I should have suspected that Roger Stern would be the man to bring back the old spirit . . . he's done it on every strip he's written (INCREDIBLE HULK, SPECTACULAR SPIDER-MAN, etc.) The Juggernaut tale, the Cobra-Hyde fracas, and the Tarantula story were all near perfect. But it was the latter that got me excited again. Issue #233 was nostalgic yet fresh, and that is what the book has needed. The beginning of the Bugle expose on the Brand Corporation is a brilliant backdrop for a lengthy plot, and you're wise in not restricting it to just being a subplot which builds to a two-part conclusion. Thanks for having Peter give up his Teaching Assistant job. It was the most logical thing to do, as now he can get to the Bugle more often and still see the college gang in his graduate studies courses.

Thanks for bringing Ned and Betty Leeds back, and for adding Ben Urich and that nifty-looking Amy to the cast. Just keep sailing along the way you are. Keep the intrigue going. Since Tarantula is under Brand's thumb, it shouldn't be too long until we see him again. One more thing, bring back the Black Cat!

Tom, I think it's quite apparent that this return to the basics of quality storytelling started to take shape when you took control of all the Spider-titles. You have everything moving in the right direction, and you are to be commended for the vast improvement. AMAZING SPIDER-MAN has not been this interesting for well over six years. I thank you for putting it all together and saving the best super hero on the market. I'm eagerly awaiting the many more terrific issues to come. You've managed to rekindle that old flame that I thought had burnt out. Comic books are still fun and still will be, as long as the care and craftsmanship that are now on display in AMAZING SPIDER-MAN continues.

Michael Kramer  
R.R. #1  
Trempealeau, WI 54661

**Thanks for writing, Michael! I just wish I'd had room to print *all* of your letter.**

Dear Spider-Crew:

The way you handled Spider-Man in AMAZING SPIDER-MAN #233 was great! I particularly loved the way you people finally realized that Tarantula was *never* a match for Spider-Man in the first place. (Lord only knows how he was able to stand up to the old Wall-crawler in past issues, though you did give an acceptable explanation.)

I also love the way you've been putting more emphasis on his speed and spider-strength. Superb!

Oh, yes! Let me not forget to compliment the art. The work of John Romita Jr. is indeed awesome. Keep up the good work, people!

John Jackson  
3515 North 47th Avenue  
Omaha, NE 68104

Dear Tom:

The art and the action alone were enough to make AMAZING SPIDER-MAN #233 great. The story made it excellent.

How about bringing back some more of the web-slinger's old enemies . . . guys like

the Vulture, White Dragon, the Chameleon, Electro, and the Shocker.

Keep up the good work.

David Duncan  
175 Nassau Drive  
Springfield, MA 01129

**Well, the Shocker is currently appearing in the AVENGERS, as part of the new Masters of Evil, Dave. As for the others . . . anything is possible!**

Dear Tom and Linda,

Re: AMAZING SPIDER-MAN #233  
Terrific!

I love it! Stupendous script, awesome artwork, lusciously legible lettering, capital coloring, etc.!! This is the kind of work I expect from Marvel.

I'm puzzled on one point, however. Wasn't Ben Urich killed by Elektra in DAREDEVIL #179? Or did I miss something?

Christopher Harris  
10 Rebecca Court  
Landing, NJ 07850

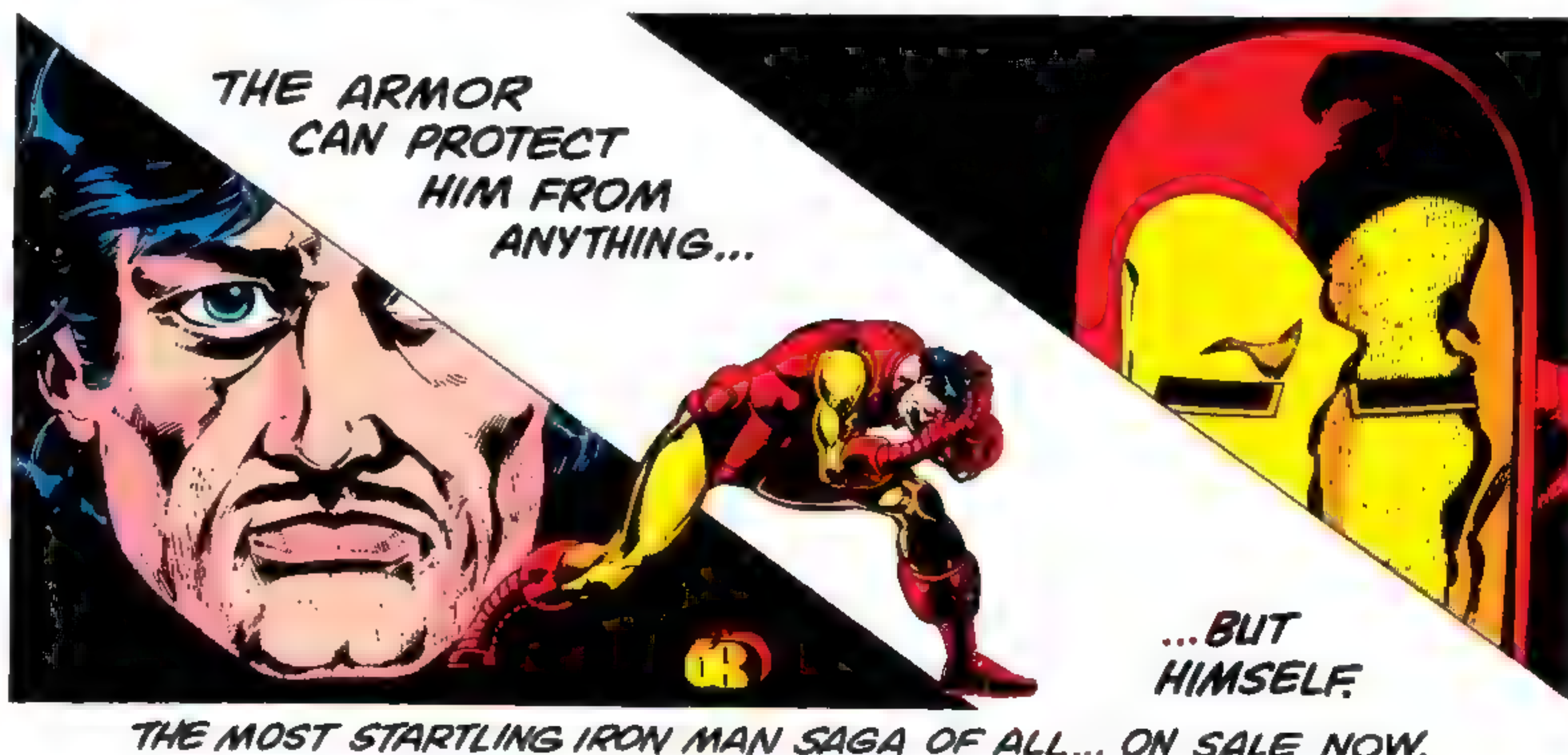
**Sounds like what you missed was DAREDEVIL #180, Chris! That's the issue wherein Ben Urich recounted his stay in the hospital!**

## SPECIAL ANNOUNCEMENT!

For all of you who have been clamoring for the return of the Black Cat, allow me to direct your attention to SPECTACULAR SPIDER-MAN #74-76! That continued saga brings the quirky Ms. Felicia Hardy bouncing back into the life of our wild-and-wooly Web-head! And that plotline continues in these pages . . .

**NEXT ISSUE: There's a mystery break-in in New Jersey! There's confusion in the boardroom of Osborn Manufacturing! And there's a Hobgoblin on the loose. But Spider-Man is at the side of the Black Cat . . . oblivious to all these goings-on, until the mysterious Madame Web re-enters his life! And if that's not enough to keep you on the edge of your seat, we also have a wild chase through lower Manhattan, a desperate search or two, and at least one semi-romantic interlude! How do we do it? You'll find out in AMAZING SPIDER-MAN #239, on sale in just thirty days! Until Then . . .**

Tom DeFalco





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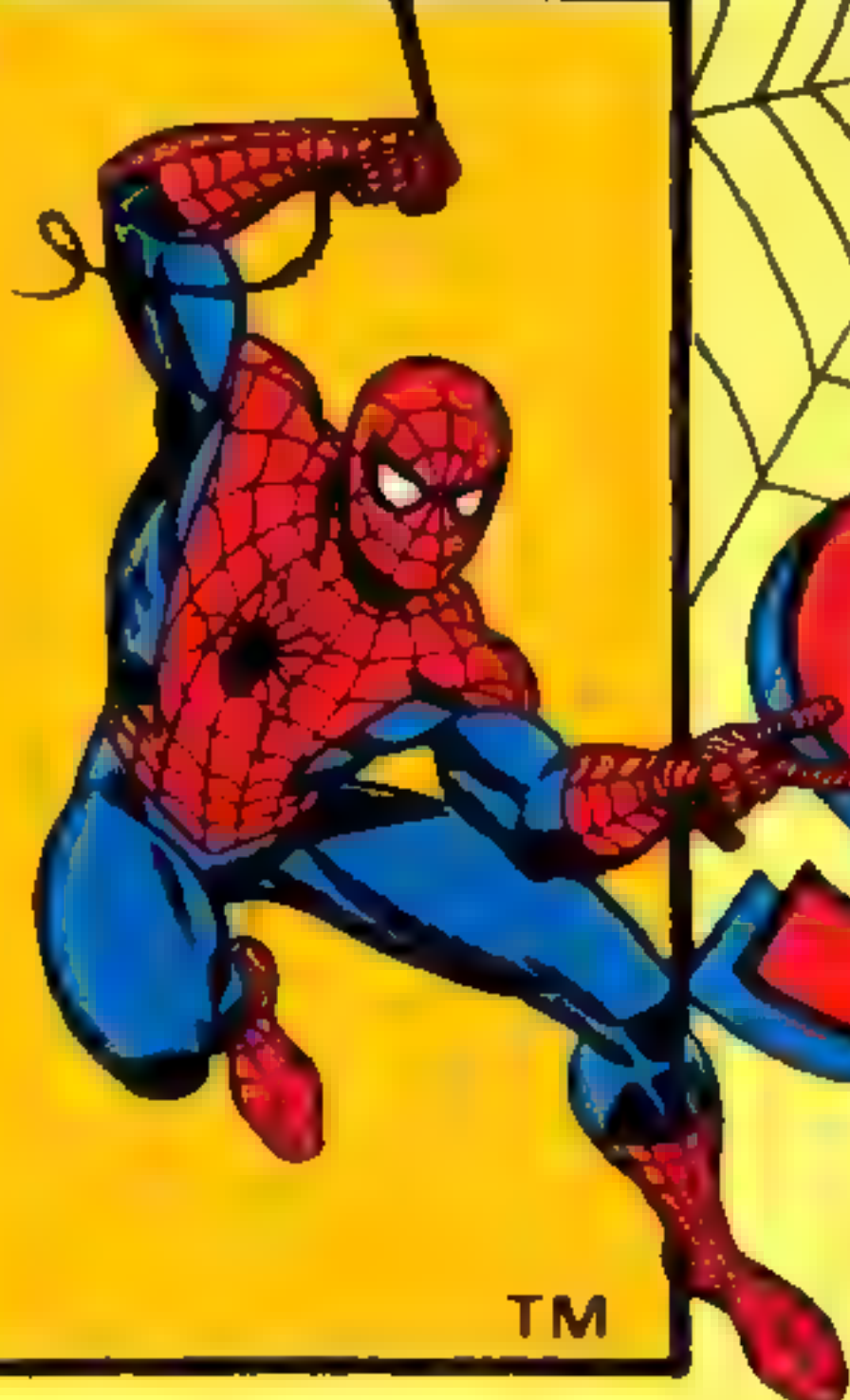
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TM

# the AMAZING SPIDER-MAN®

NOW STRIKES THE  
HOBGOBLIN



J.K. ST. + MILGROM



MIDNIGHT, IN  
NEW JERSEY...

# NOW STRIKES THE HOBGOBLIN!

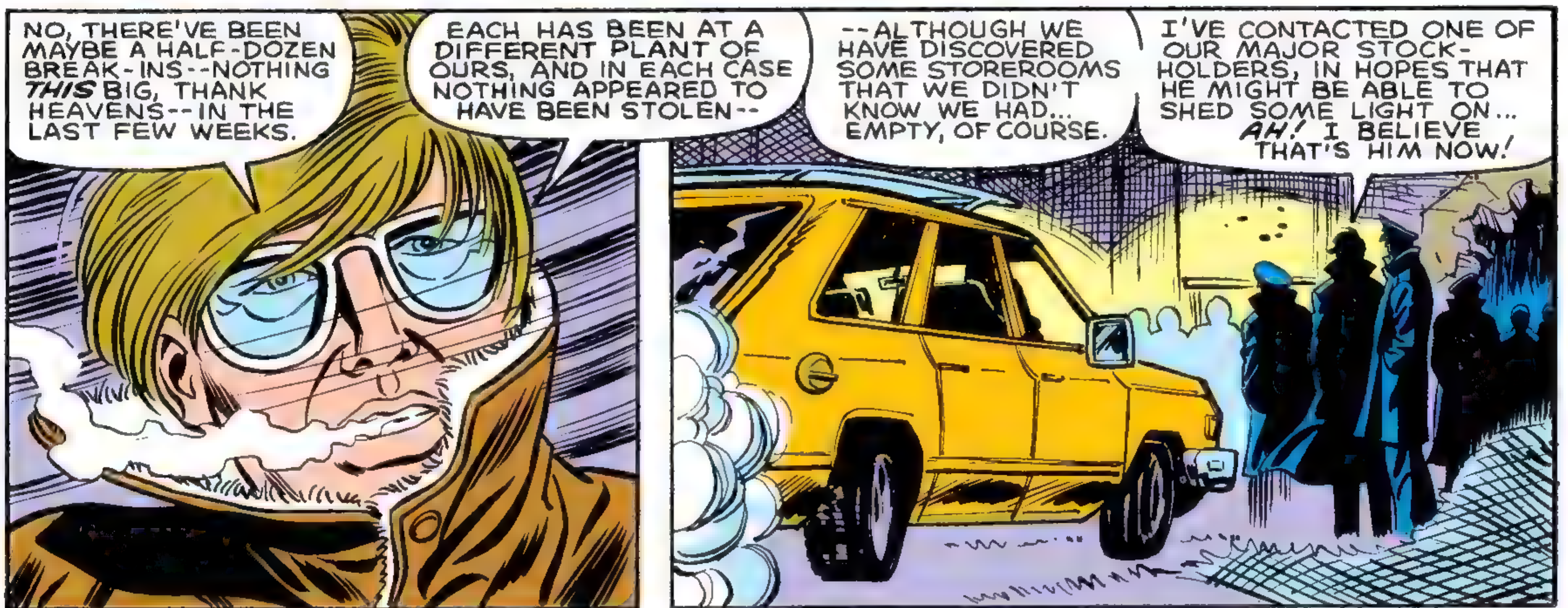
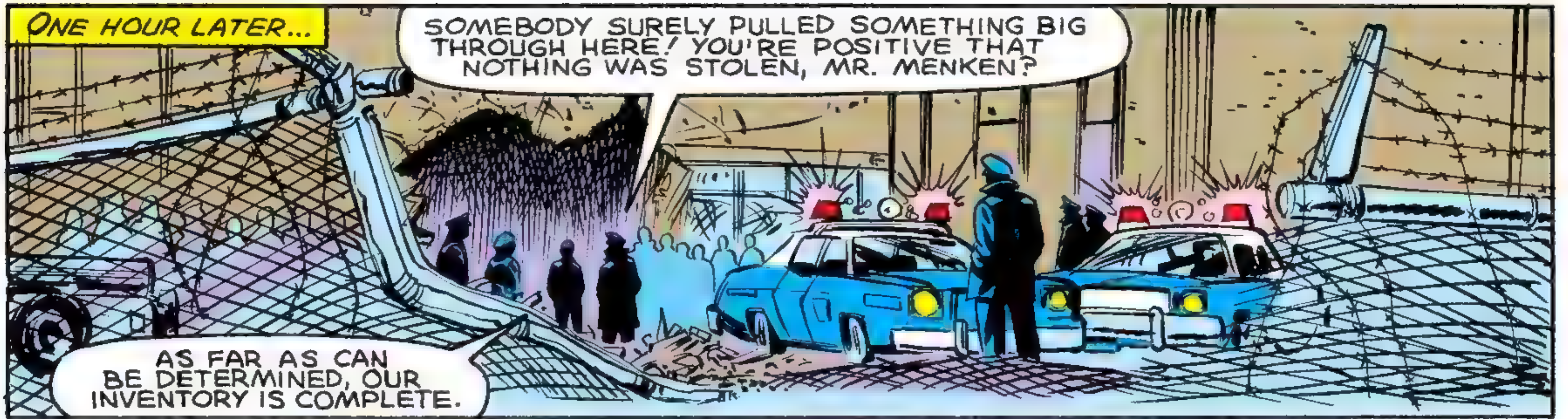
Stan  
Lee  
PRESENTS:

ROGER STERN  
SCRIPTER  
JOHN ROMITA JR. & FRANK GIACOIA  
ARTISTS

DIANA ALBERS GYNIS WEIN  
LETTERER COLORIST  
TOM DEFALCO  
EDITOR

JIM  
SHOOTER  
EDITOR-IN-CHIEF





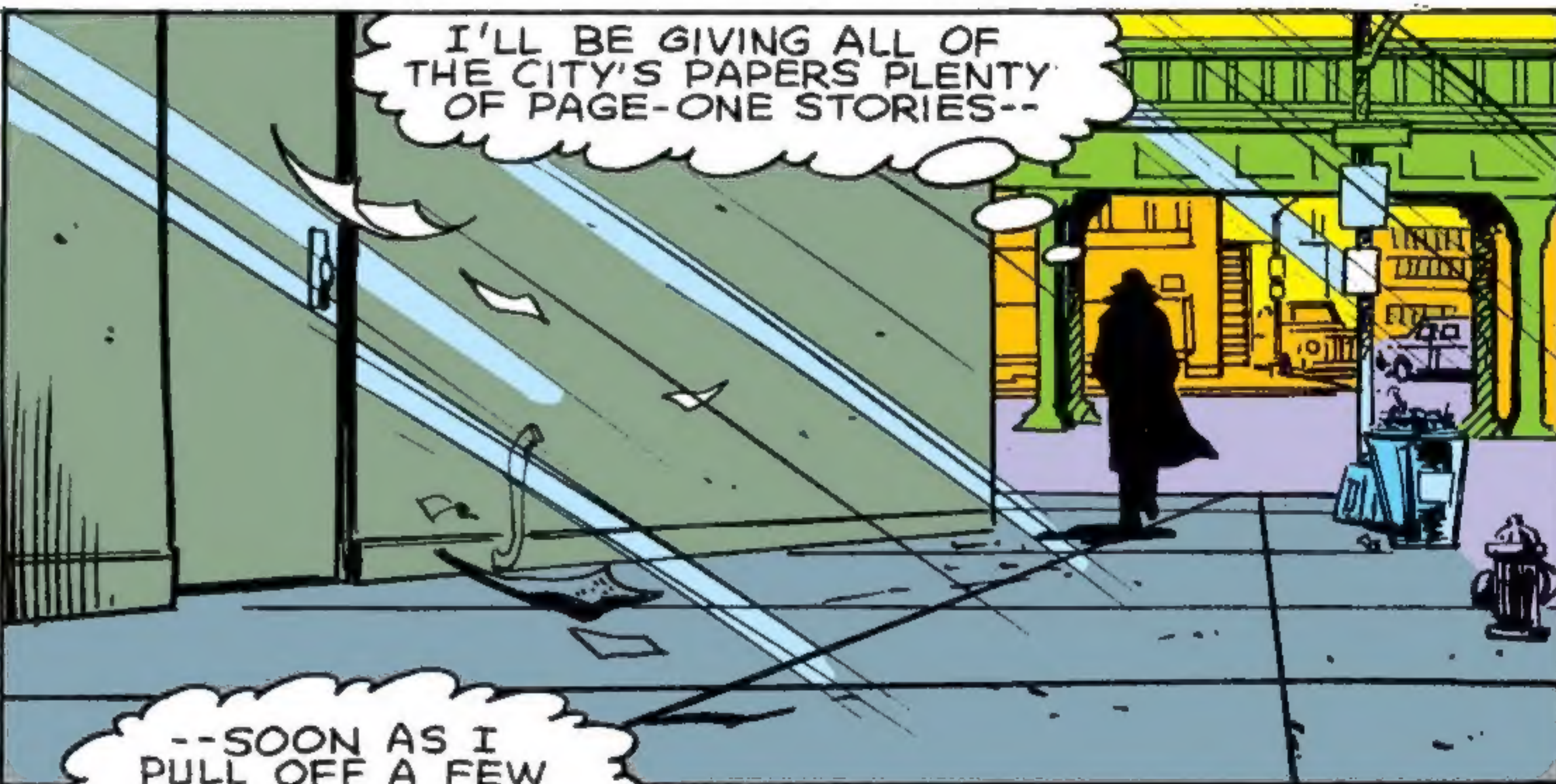
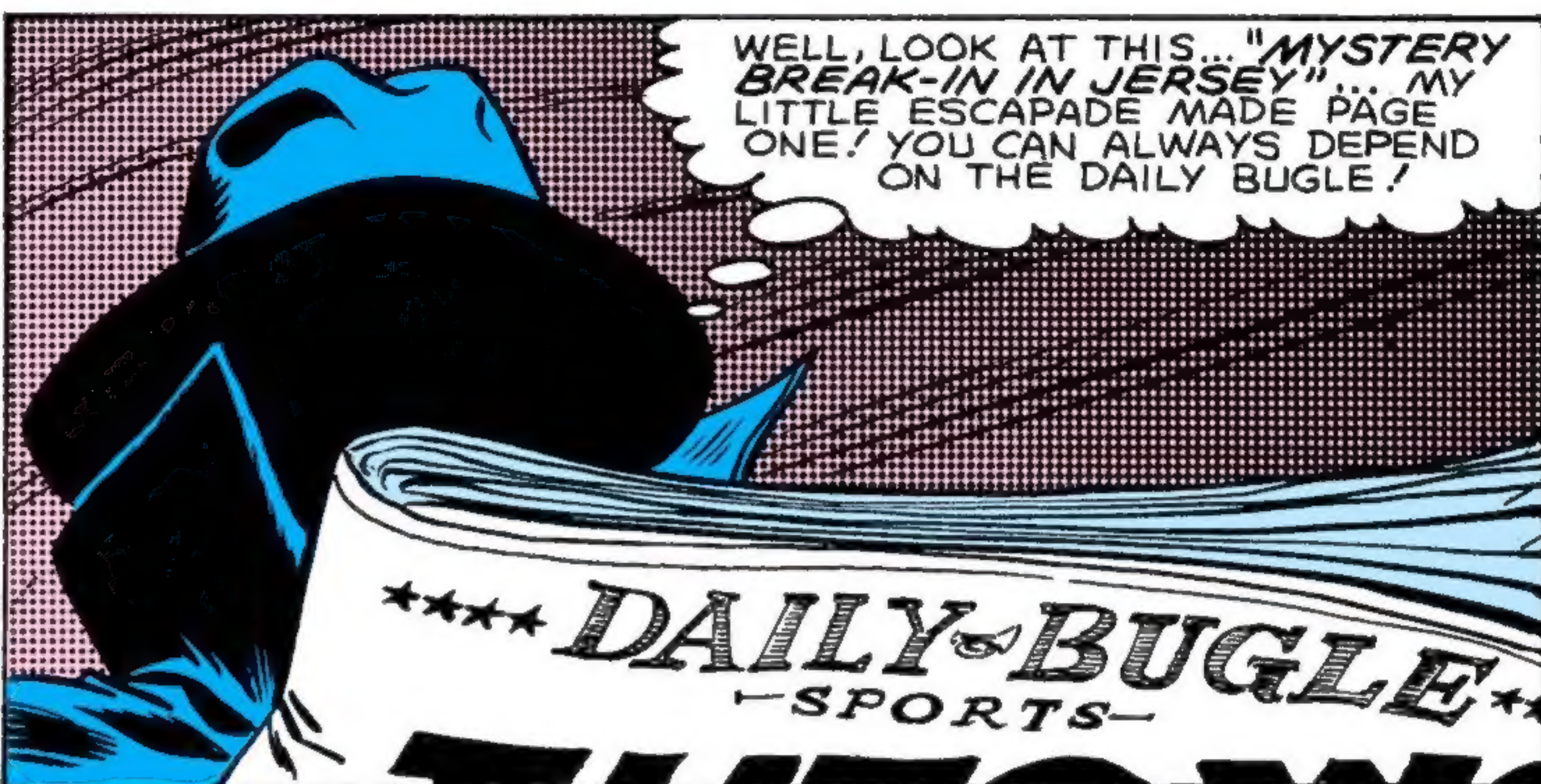




G'MORNING, SIR! YOU'RE UP EARLY, AIN'TCHA?



TOO BAD. TODAY'D BE A GOOD DAY TO STAY IN BED!

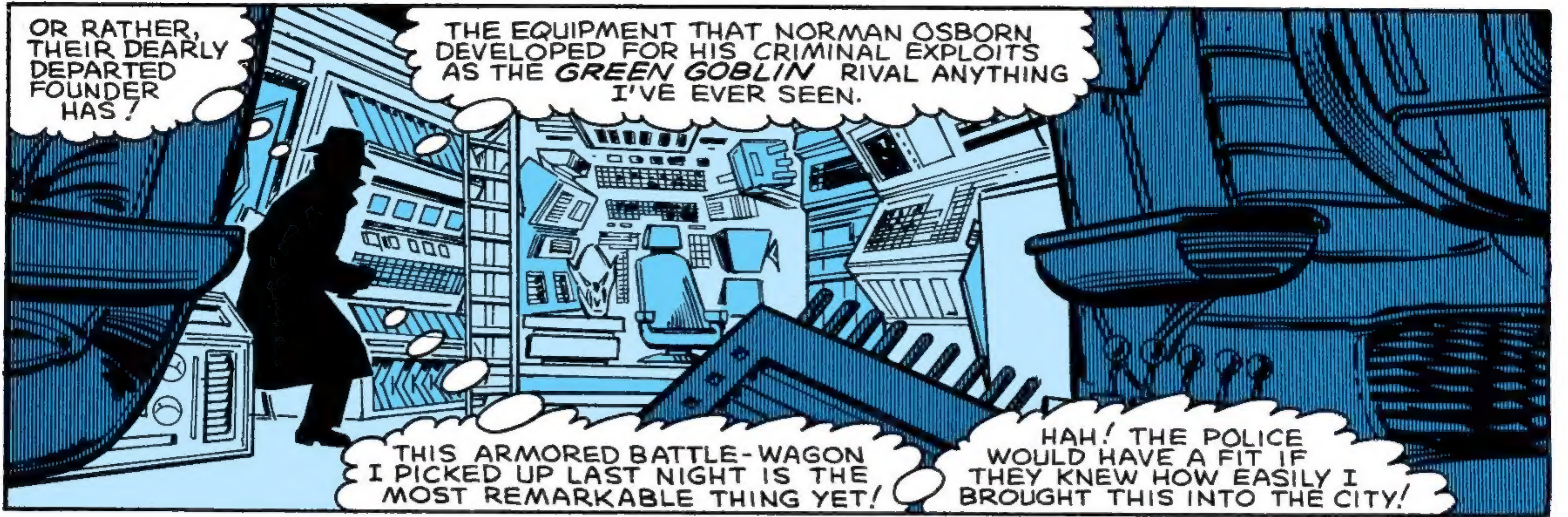


--SOON AS I PULL OFF A FEW MORE RAIDS, AND CONSOLIDATE MY SPOILS!



THEY HAVE, AFTER ALL, UNWITTINGLY PROVIDED ME WITH ALL OF THIS!





OR RATHER, THEIR DEARLY DEPARTED FOUNDER HAS!

THE EQUIPMENT THAT NORMAN OSBORN DEVELOPED FOR HIS CRIMINAL EXPLOITS AS THE **GREEN GOBLIN** RIVAL ANYTHING I'VE EVER SEEN.

THIS ARMORED BATTLE-WAGON I PICKED UP LAST NIGHT IS THE MOST REMARKABLE THING YET!

HAH! THE POLICE WOULD HAVE A FIT IF THEY KNEW HOW EASILY I BROUGHT THIS INTO THE CITY!



FROM THE JOURNALS I FOUND IN THE FIRST OF OSBORN'S LITTLE HIDEAWAYS, IT'S CLEAR THAT HE PLANNED TO USE THIS AS A MOBILE HEADQUARTERS.

BUT HE NEVER DID, THE POOR, MAD FOOL!



ALL THIS AT HIS DISPOSAL, AND HE LEFT IT TO RUST IN NEW JERSEY! NO WONDER HIS SECRET CAREER COST HIM HIS LIFE!

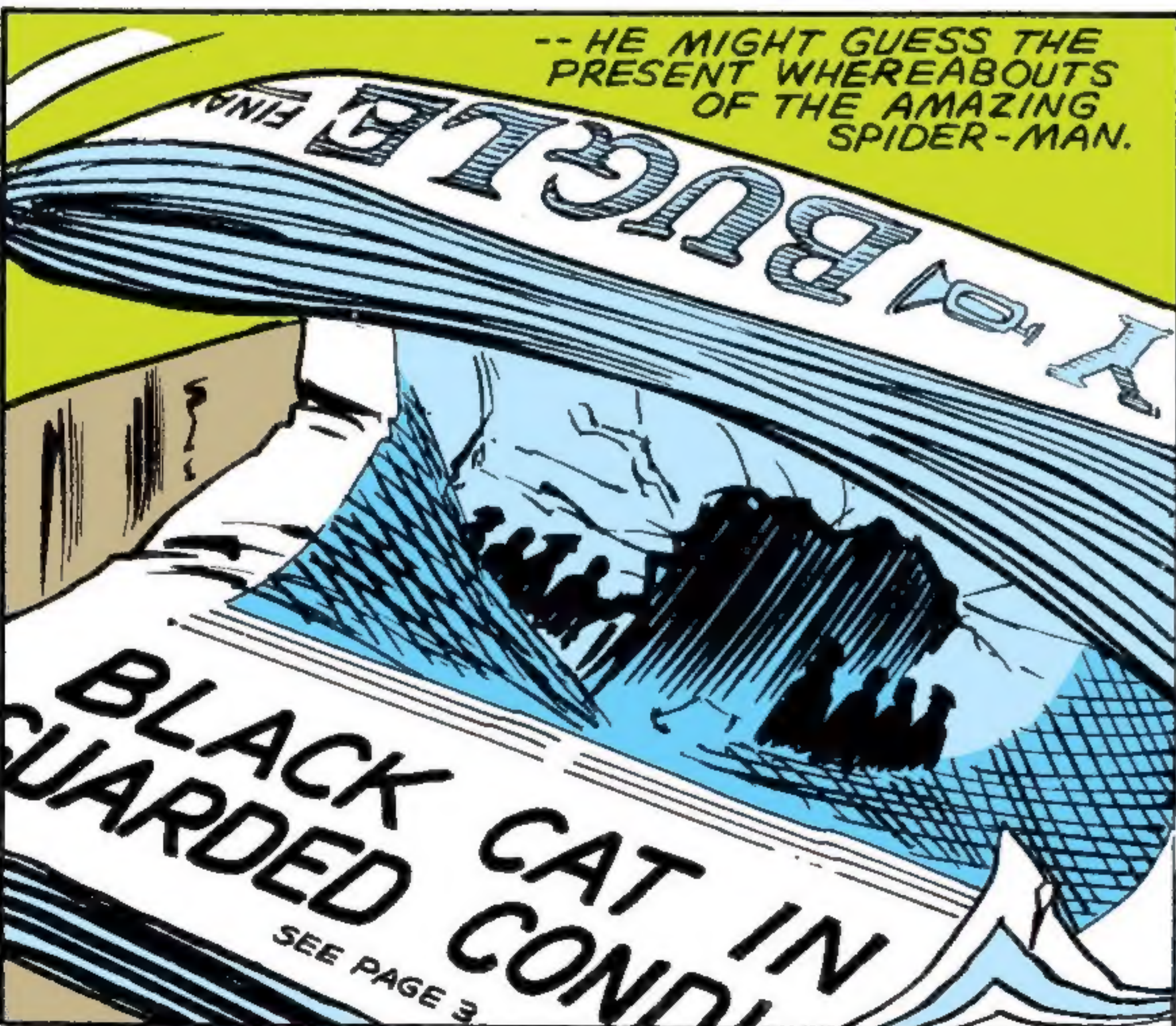
BUT WHERE THE GREEN GOBLIN FAILED, THE HOBGOBLIN SHALL TRIUMPH!



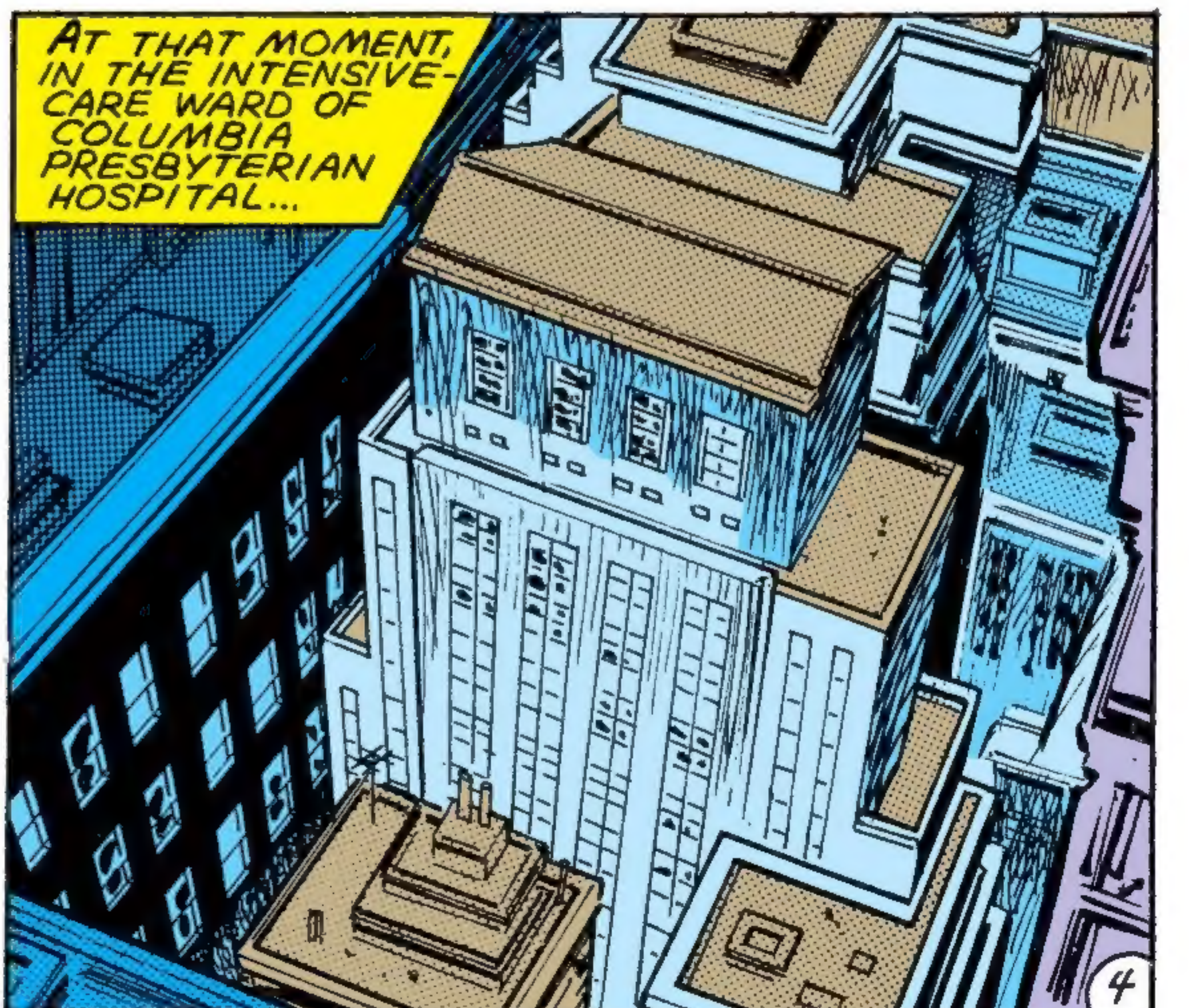
ONCE I RAID THE LAST OF OSBORN'S CACHES, I'LL DO THINGS HE NEVER DREAMED OF! PERHAPS I'LL EVEN SETTLE ACCOUNTS WITH HIS OLD ENEMY, SPIDER-MAN! YES, PERHAPS...

... ONCE I FIND HIM!

IF THE MYSTERIOUS HOBGOBLIN HAD BOTHERED TO CHECK THE PAPER'S LOWER HEADLINE --



-- HE MIGHT GUESS THE PRESENT WHEREABOUTS OF THE AMAZING SPIDER-MAN.



AT THAT MOMENT, IN THE INTENSIVE-CARE WARD OF COLUMBIA PRESBYTERIAN HOSPITAL...



...FELICIA HARDY, THE BLACK CAT, LIES IN CRITICAL CONDITION, FOLLOWING A NEAR-FATAL SHOOTING!\*

SHE IS NOT ALONE.

\*SEE SPECTACULAR SPIDER-MAN # 76.

IT'S A MIRACLE SHE'S ALIVE. SHE ALMOST DIED... WOULD HAVE DIED IF I HADN'T GOTTEN HER HERE IN TIME.

I GUESS THAT MEANS I SAVED HER. YEAH... WISH I COULD HAVE SAVED HER FROM BEING GUNNED DOWN BY DR. OCTOPUS'S GOONS.

OCTOPUS! HE'S STILL OUT THERE SOMEWHERE... BY NOW HE'S PROBABLY EVEN REPLACED THOSE MECHANICAL ARMS I RIPPED OFF HIM. HE'S OUT THERE--FREE--

--WHILE FELICIA HERE IS JUST BARELY HOLDING ON TO LIFE. THERE'S NO JUSTICE.

EH? MY SPIDER-SENSE IS BUZZING. SOMEONE'S COMING!

WHO WOULD DARE--?

HOLD IT RIGHT THERE!

WHERE DO YOU THINK--? OH.

SORRY, CAPTAIN DEWOLFE I'M A LITTLE JUMPY.

NO KIDDING. LOOK, I TOLD YOU THAT THE N.Y. P. D. HAS EVERYTHING WELL IN HAND.

WHAT'RE YOU DOING HERE, ANYWAY? GO HOME AND GET SOME SLEEP! FROM THE WAY YOU'RE WOBBLING AROUND, YOU LOOK LIKE YOU COULD USE IT!



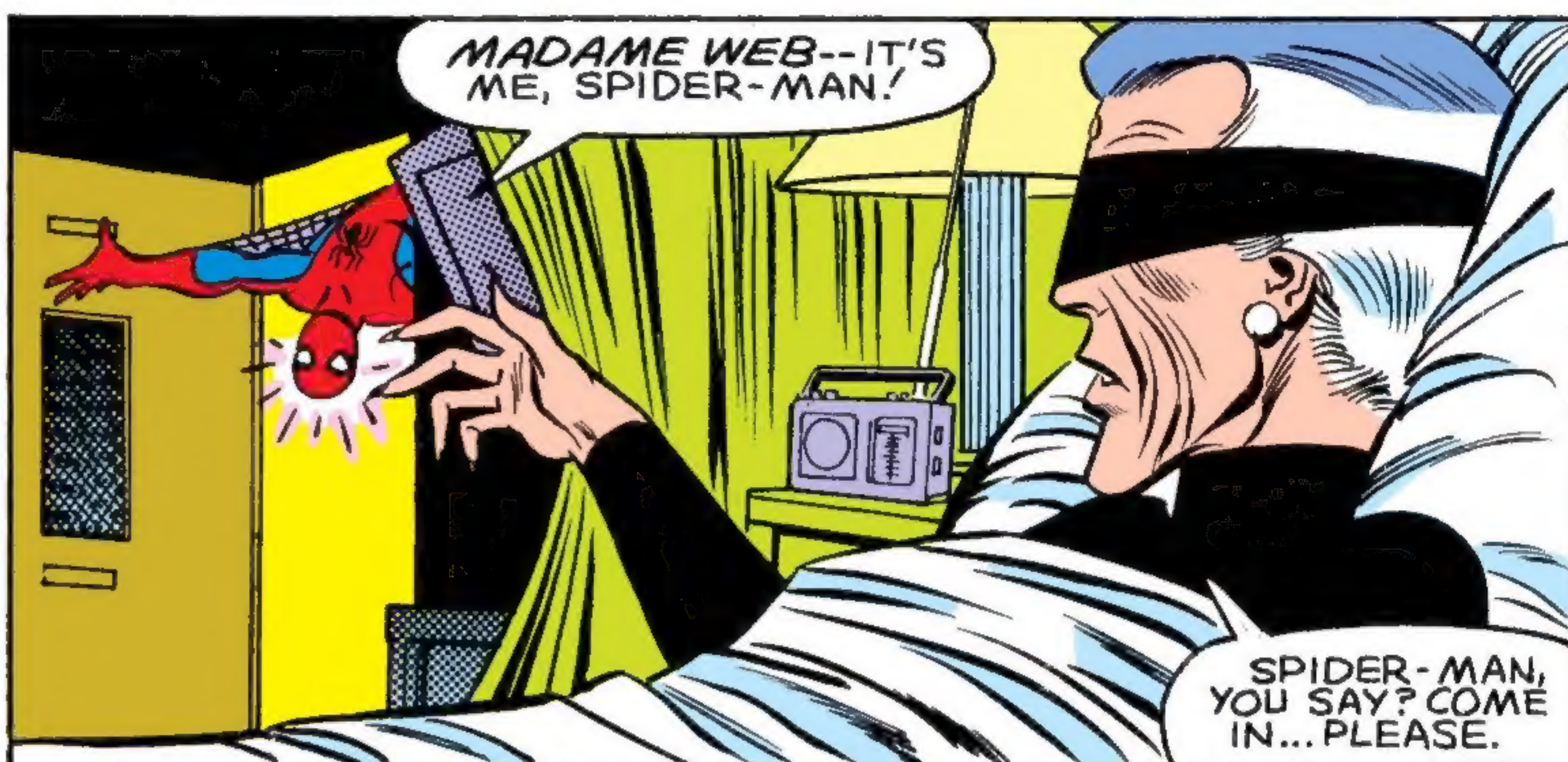


GUESS SHE'S RIGHT. I FEEL ABOUT HALF DEAD. IF DOC OCK TRIED ANYTHING NOW, I WOULDN'T BE IN ANY SHAPE TO STOP HIM.

HELLO! THERE'S A FAMILIAR DOOR.

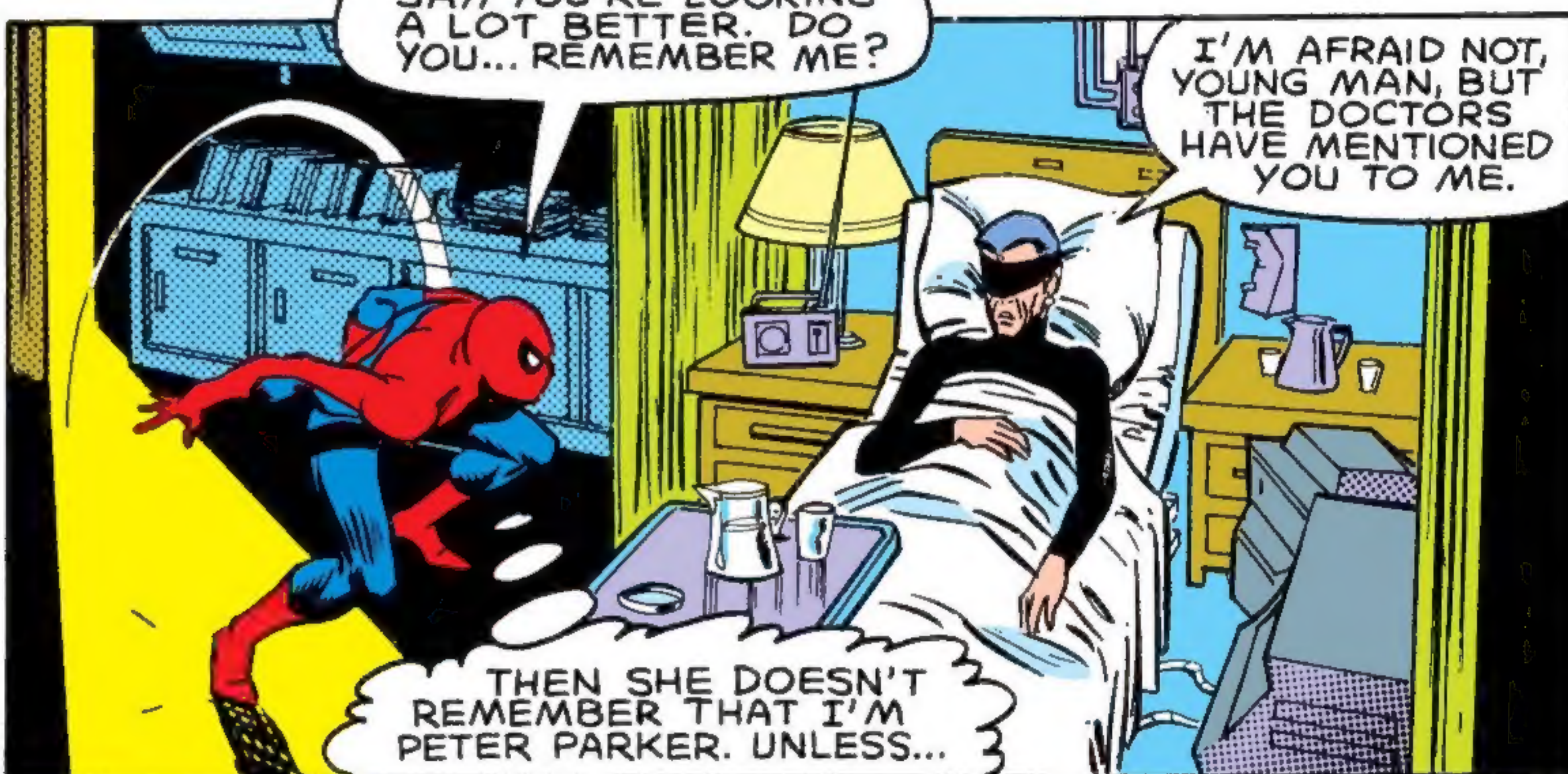


I'D ALMOST FORGOTTEN THAT SHE WAS IN THIS HOSPITAL. I SHOULD PROBABLY SEE HOW SHE'S DOING.



MADAME WEB--IT'S ME, SPIDER-MAN!

SPIDER-MAN, YOU SAY? COME IN... PLEASE.



SAY, YOU'RE LOOKING A LOT BETTER. DO YOU... REMEMBER ME?

I'M AFRAID NOT, YOUNG MAN, BUT THE DOCTORS HAVE MENTIONED YOU TO ME.

THEN SHE DOESN'T REMEMBER THAT I'M PETER PARKER. UNLESS...



HAVE YOUR MENTAL POWERS RETURNED?

MY PSYCHIC ABILITIES APPEAR TO BE AS DEAD AS MY VISION. BUT THANK YOU FOR CARING TO ASK.

I'M TOLD THAT YOU RISKED YOUR LIFE TO DEFEND ME FROM THAT JUGGERNAUT CREATURE. \*

\* SEE ISSUES #229-230



YEAH. SORRY I DIDN'T DO A BETTER JOB. I WISH I WERE A LOT MORE SUCCESSFUL AT SAVING FOLKS.



I'M SURE YOU DID YOUR BEST. OH, WOULD YOU BE SO KIND AS TO TURN ON MY RADIO?

SURELY.

TEN-TEN WINS... ALL THE NEWS, ALL THE TIME.